

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.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending

The Lenore & Howard Klein Foundation Inc
c/o Ivey Barnum etc. 170 Mason St.
Greenwich, CT 06830

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation **04**
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 2,703,579.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number
13-3673818

B Telephone number (see instructions)
(203) 661-6000

C If exemption application is pending, check here ▶ ☐ **le**

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

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

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

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) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	63,215.	63,215.	63,215.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	73,829.			
b Gross sales price for all assets on line 6a 868,268.				
7 Capital gain net income (from Part IV, line 2)		73,829.		
8 Net short-term capital gain			73,829.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
See Statement 1	135.			
12 Total Add lines 1 through 11	137,179.	137,044.	137,044.	
13 Compensation of officers, directors, trustees, etc.	12,000.	3,000.	3,000.	9,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) See St 2	13,782.	3,500.	3,500.	10,282.
b Accounting fees (attach sch)				
c Other professional fees (attach sch) See St 3	18,893.	18,893.	18,893.	18,893.
17 Interest				
18 Taxes (attach schedule)(see instrs) See Stm 4	4,834.	1,218.	1,218.	4,834.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				3,000.
22 Printing and publications	160.			160.
23 Other expenses (attach schedule)				
See Statement 5	3,250.			3,250.
24 Total operating and administrative expenses. Add lines 13 through 23	52,919.	26,611.	26,611.	49,419.
25 Contributions, gifts, grants paid Part XV	123,750.			123,750.
26 Total expenses and disbursements Add lines 24 and 25	176,669.	26,611.	26,611.	173,169.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-39,490.			
b Net investment income (if negative, enter -0-)		110,433.		
c Adjusted net income (if negative, enter -0-)			110,433.	

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Part II Balance Sheets		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	82,585.	106,906.	106,906.
	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)	2,626,615.	2,562,804.	2,596,673.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
Liabilities	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 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	2,709,200.	2,669,710.	2,703,579.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	2,709,200.	2,669,710.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,709,200.	2,669,710.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,709,200.	2,669,710.	

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	2,709,200.
2	Enter amount from Part I, line 27a	2	-39,490.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	2,669,710.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,669,710.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 Sales at a Gain - See Attached	P	Various	Various
b Sales at a Loss - See Attached	P	Various	Various
c Capital Gain Distributions-See Attached	P	Various	Various
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 731,434.		660,426.	71,008.
b 128,943.		134,013.	-5,070.
c 7,891.			7,891.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a			71,008.
b			-5,070.
c			7,891.
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	73,829.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	73,829.

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 doesn't 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))
2017	166,988.	2,973,863.	0.056152
2016	148,549.	2,725,042.	0.054513
2015	159,432.	2,907,767.	0.054830
2014	178,600.	3,187,110.	0.056038
2013	171,559.	2,870,605.	0.059764

2 Total of line 1, column (d)	2	0.281297
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.056259
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,104.
7 Add lines 5 and 6	7	1,104.
8 Enter qualifying distributions from Part XII, line 4	8	173,169.

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)

1 a 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	1,104.
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	1,104.
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	1,104.
6 Credits/Payments			
a 2018 estimated tax pmts and 2017 overpayment credited to 2018	6 a	2,500.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	2,500.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,396.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax ☒ Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		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
4 a 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?		N/A
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	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions <u>NY</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	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 2018 or the tax year beginning in 2018? See the 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	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement. See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>Jennifer D. Port, Esq.</u> Telephone no. <u>(203) 661-6000</u> Located at <u>170 Mason St. Greenwich CT</u> ZIP + 4 <u>06830</u>		
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 <u>N/A</u>	15	N/A
16 At any time during calendar year 2018, 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 <u></u>	16	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
1 a 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 ☐	1 b	N/A
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 2018?	1 c	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 2018 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 2018)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4 b	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

5b N/A

Organizations relying on a current notice regarding disaster assistance, check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

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

6b X

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

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(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
Janice Levinson Gillman 2405 Rancho Cabeba Santa Rosa, CA 95404	VP, Dir & Off 10.00	0.	0.	0.
Jane Laffend 10 Lantern Lane Media, PA 19063	Pres, Dir & O 10.00	0.	0.	0.
Jennifer D. Port One Dewart Road Greenwich, CT 06830	VP, Sec & Tre 15.00	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

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

0

Part 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	1 a	
b Average of monthly cash balances	1 b	
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	0.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6 Minimum investment return. Enter 5% of line 5	6	0.

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	
2a Tax on investment income for 2018 from Part VI, line 5	2 a	1,104.	
b Income tax for 2018 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b		2 c	1,104.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	-1,104.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	-1,104.
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	0.

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	1 a	173,169.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	173,169.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	1,104.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	172,065.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2018.				
a Enter amount for 2017 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2018.				
a From 2013	30,765.			
b From 2014	27,304.			
c From 2015	16,029.			
d From 2016	13,189.			
e From 2017	20,510.			
f Total of lines 3a through e	107,797.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 173,169.				
a Applied to 2017, 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 2018 distributable amount				0.
e Remaining amount distributed out of corpus	173,169			
5 Excess distributions carryover applied to 2018 (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	280,966.			
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 2017. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions)	30,765.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	250,201.			
10 Analysis of line 9:				
a Excess from 2014	27,304.			
b Excess from 2015	16,029.			
c Excess from 2016	13,189.			
d Excess from 2017	20,510.			
e Excess from 2018	173,169.			

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N/A

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or ☒ 4942(j)(5)

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a 'Assets' alternative test – enter.

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XVI **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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> See Exhibit Attached	None			123,750.
Total				▶ 3 a 123,750.
<i>b Approved for future payment</i>				
Total				▶ 3 b

Client 15225-01

The Lenore & Howard Klein Foundation Inc

13-3673818

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Class Action Settlements	\$ 91.		
IRS - Interest on Refund	44.		
Total	<u>\$ 135.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Ivey Barnum & O'Mara, LLC	\$ 1,045.			\$ 1,045.
Ivey Barnum & O'Mara, LLC	12,737.	\$ 3,500.	\$ 3,500.	9,237.
Total	<u>\$ 13,782.</u>	<u>\$ 3,500.</u>	<u>\$ 3,500.</u>	<u>\$ 10,282.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Northern Trust Company-Investment Fee	\$ 18,893.	\$ 18,893.	\$ 18,893.	\$ 18,893.
Total	<u>\$ 18,893.</u>	<u>\$ 18,893.</u>	<u>\$ 18,893.</u>	<u>\$ 18,893.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2018 Tax Deposit	\$ 2,500.			\$ 2,500.
Balance of 2017 Excise Tax	1,116.			1,116.
Foreign Tax	1,218.	\$ 1,218.	\$ 1,218.	1,218.
Total	<u>\$ 4,834.</u>	<u>\$ 1,218.</u>	<u>\$ 1,218.</u>	<u>\$ 4,834.</u>

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Jan Gilman, Director's Fee	\$ 3,000.			\$ 3,000.
New York State Department of Law	250.			250.
Total	<u>\$ 3,250.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 3,250.</u>

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List of Charitable Grants

<u>Name and Address of Organization receiving Grant</u>	<u>Status of Organization Receiving Grant</u>	<u>Purpose of the Grant</u>	<u>Amount of the Grant</u>
Alameda County Community Food Bank PO Box 2599 Oakland, California 94614	Public Charity	To assist with general expenses of the organization	\$ 2,500.00
Alzheimer's Foundation of America 322 Eighth Avenue, 7th Floor New York, New York 10001	Public Charity	To assist with general expenses of the organization	2,500.00
At Home in Greenwich 139 East Putnam Avenue Greenwich, Connecticut 06830-5612	Public Charity	To assist people over the age of 50 to continue to reside at home	2,500.00
Berkeley Humane Society 2700 Ninth Street Berkely, California 94710	Public Charity	To assist with general expenses of the organization	500.00
Community Foundation of Sonoma Count 120 Stony Point Road, Suite 220 Santa Rosa, California 95401	Public Charity	To assist with general expenses of the organization	2,500.00
University of Pittsburgh The Autism Research Program Webster Hall, Suite 300 3811 O'Hara Street Pittsburgh, Pennsylvania 15213	Public Charity	To provide support for research into the genetic, cognitive and neurological basis for autism	1,000.00

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List of Charitable Grants

<u>Name and Address of Organization receiving Grant</u>	<u>Status of Organization Receiving Grant</u>	<u>Purpose of the Grant</u>	<u>Amount of the Grant</u>
Congregation Beth Israel of Media PA 542 South New Middletown Road, Media, Pennsylvania 19063	Public Charity	To promote religious education	1,500.00
Congregation Shomrei Torah 2600 Bennett Valley Road Santa Rosa, California 95405	Public Charity	To support Rabbi's discretionary fund	10,000.00
Equine Spirit Sanctuary 13 Los Calballos Road Ranchos de Taos, New Mexico 87557	Public Charity	To assist with general expenses of the organization	500.00
Food For Thought 6550 Railroad Avenue Forestville, California 95436	Public Charity	To provide support for the victims of the fires in California	1,000.00
Fox Chase Cancer Center 333 Cottman Avenue Philadelphia, PA 19111-2497	Public Charity	To provide funding for breast cancer research	9,500.00
Hawaii Performing Arts Festival, Inc. 4011B Primavera Road Santa Barbara, California 93110	Public Charity	To fund the training program and summer festival	1,500.00

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<u>Name and Address of Organization receiving Grant</u>	<u>Status of Organization Receiving Grant</u>	<u>Purpose of the Grant</u>	<u>Amount of the Grant</u>
Hospice of Santa Cruz County 940 Disc Drive Scotts Valley, California 95066	Public Charity	To assist with general expenses of the organization	7,000.00
Immigrants Rising PO Box 411512 San Francisco, California 94141	Public Charity	To assist with general expenses of the organization	4,500.00
Immune Deficiency Foundation 110 West Road, Suite 300 Towson, Maryland 21204	Public Charity	To assist with general expenses of the organization	2,000.00
Impact 100 Redwood Circle Community Foundation Sonoma City 120 Stony Point Road, Suite 220 Santa Rosa, California 95401	Public Charity	To assist the victims of the California fires	2,000.00
Jewish Community Free Clinic 50 Montgomery Drive Santa Rosa, California 95404	Public Charity	To assist with general expenses of the organization	1,000.00
Jewish Family Services of Greenwich One Holly Hill Lane Greenwich, Connecticut 06830	Public Charity	To fund the program called SuperMarketing for Seniors	3,000.00

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<u>Name and Address of Organization receiving Grant</u>	<u>Status of Organization Receiving Grant</u>	<u>Purpose of the Grant</u>	<u>Amount of the Grant</u>
Lankenau Hospital Foundation 100 East Lancaster Ave, MOB East Wynnewood, Pennsylvania 19096	Public Charity	To support medical treatment for individuals in needing financial assistance	9,500.00
Leukemia and Lymphoma Society Donor Services PO Box 98018 Washington, District of Columbia 20090	Public Charity	To assist with general expenses of the organization	1,000.00
Mekom Torah	Public Charity	To assist with general expenses of the organization	500.00
Neighbor to Neighbor 248 East Putnam Avenue Greenwich, Connecticut 06830	Public Charity	To provide food to people in need	2,000.00
On the Move 780 Lincoln Avenue Napa, California 94558	Public Charity	To assist the victims of the California fires	1,000.00
Pennsylvania Ballet 1819 JFK Boulevard Philadelphia, Pennsylvania 19103	Public Charity	To support special programs	10,000.00

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<u>Name and Address of Organization receiving Grant</u>	<u>Status of Organization Receiving Grant</u>	<u>Purpose of the Grant</u>	<u>Amount of the Grant</u>
PlayGround 268 Bush Street #2912 San Francisco, California 94104	Public Charity	To promote the performing arts	2,500.00
Santa Rosa Junior College Foundation 1501 Mendocino Avenue Santa Rosa, California 95401	Public Charity	To provide scholarships for foster children	8,000.00
The International Association for Goescience Diversity 511E Teachers-Dyer Complex PO Box 210022 Cincinnati, Ohio 45221	Public Charity	To promote education and provide scholarships	7,000.00
The Magic Yarn Project PO Box 83 Pamer, Arkansas 99645	Public Charity	To support making wigs for children with cancer	1,000.00
The Sunshine Kids Berkshire Hathaway Home Services 136 East Putnam Avenue Greenwich, Connecticut 06830	Public Charity	To assist with general expenses of the organization	750.00
University of Wisconsin Foundation US Bank Lockbox, Box 78807 Milwaukee, Wisconsin 53278-0807	Public Charity	To support research into the genetic, cognitive and neurological basis for autism	5,500.00

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<u>Name and Address of Organization receiving Grant</u>	<u>Status of Organization Receiving Grant</u>	<u>Purpose of the Grant</u>	<u>Amount of the Grant</u>
Westport Playhouse 25 Powers Court Westport, Connecticut 06880	Public Charity	To support general purposes of the organization	3,000.00
Widener University One University Place Chester, Pennsylvania 19113	Public Charity	To promote education	10,000.00
With a Little Help, Inc. 2021 Minor Avenue East, Suite A Seattle, Washington 98102	Public Charity	To provide in home services to senior citizens	500.00
World Wildlife Fund 1250 24th St. NW PO Box 97180 Washington, District of Columbia 20090	Public Charity	To assist with general expenses of the organization	500.00
The Yale Child Study Center 333 Cedar Street New Haven, Connecticut 06520	Public Charity	To fund research on Tourette Syndrome and Obsessive Compulsive Disorder	1,000.00
YWCA of Greenwich 259 East Putnam Avenue Greenwich, Connecticut 06830	Public Charity	To provide funding for a domestic abuse program	5,000.00
Total Grants for 2018			\$ 123,750.00

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Part II - Itemized Statement of Securities and All Other Assets <u>Asset Description</u>	Beginning of Fiscal Year <u>Book Value</u>	End of the Fiscal Year <u>Book Value</u>	End of the Year Fair <u>Market Value</u>
<u>Common Trust Funds</u>			
20,283.95 shares, Blackrock High Yield Bond Portfolio Institutional Class Fund (shares and basis have been adjusted due to the purchase of shares of stock)	\$ 160,899.55	\$ 162,622.94	\$ 144,827.40
7,477.27, DFA Investment Dimensions Group, Inc. - Emerging Markets Core Equity Portfolio (shares and basis have been adjusted due to the sale of shares of stock)	267,629.80	152,376.81	143,937.45
4,603.45 shares, MFO DFA US Large Cap Value Portfolio (shares and basis have been adjusted due to the purchase of shares of stock)	161,187.64	169,764.62	147,954.88
10,812.67 shares, Doubleline Core Fixed Income Fund	118,499.56	118,722.25	114,722.43
1,731 shares, MFC Flexshares Trust Morningstar US Markets Factor TILT Index Fund	169,881.27	\$ 169,881.27	\$ 173,307.72
2,605 shares, MFC Flexshares Trust, Iboxx 3 Year Target Duration TIPS Index Fund	Purchased During Year	\$ 62,181.35	\$ 62,051.10

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Part II - Itemized Statement of Securities and All Other Assets	Beginning of Fiscal Year	End of the Fiscal Year	End of the Year Fair Market Value
<u>Asset Description</u>	<u>Book Value</u>	<u>Book Value</u>	<u>Market Value</u>
1,422 shares, MFC Flexshares Trust, Morningstar Global Upstream national Residence Index Fund (shares and basis have been adjusted due to the sale of shares)	55,341.44	42,908.57	41,636.16
1,087 shares, MFC Ishares Trust Core S&P Small Cap ETF	75,577.86	Sold During Year	Sold During Year
5,655.19 shares, MFB Northern Multi Manager Global Listed Infrastructure Fund	74,918.79	Sold During Year	Sold During Year
2,383.05 shares, Northern Global Real Estate Index Fund	24,025.82	Sold During Year	Sold During Year
12,504.08 shares, Northern International Equity Index Fund (shares and basis have been adjusted due to the sale of shares of stock)	336,742.27	146,905.90	134,543.90
6,928.37 shares, MFO Harding Loevner Funds, Inc., International Equity Portfolio (shares and basis have been adjusted due to the sale of shares of stock)	196,823.81	154,325.88	133,786.82

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Part II - Itemized Statement of Securities and All Other Assets <u>Asset Description</u>	Beginning of Fiscal Year <u>Book Value</u>	End of the Fiscal Year <u>Book Value</u>	End of the Year Fair <u>Market Value</u>
4,252 shares, S&P 500 ETF (shares and basis have been adjusted due to the purchase of shares of stock)	905,283.82	1,233,084.14	1,350,317.76
14,766.8 shares, Northern Ultra Short Term Fixed Income Fund	Purchased During Year	150,030.58	149,587.68
460 shares, Russell Mid-Cap ETF Ishares	79,803.12	Sold During Year	Sold During Year
	<u>\$ 2,626,614.75</u>	<u>\$ 2,562,804.31</u>	<u>\$ 2,596,673.30</u>