

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

, and ending

Name of foundation FADEM FAMILY FOUNDATION, INC.		A Employer identification number 13-3907052						
Number and street (or P.O. box number if mail is not delivered to street address) 10 MELROSE DRIVE		Room/suite						
City or town, state or province, country, and ZIP or foreign postal code NEW ROCHELLE, NY 10804-4610		B Telephone number 914-632-9882						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/> 6
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
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<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	D 1 Foreign organizations, check here <input type="checkbox"/>			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,462,751. (Part I, column (d) must be on cash basis.)		D 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>						
J Accounting method: <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table>		<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual							
<input type="checkbox"/> Other (specify) _____								
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

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)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,802.	1,802.	1,802.	
4 Dividends and interest from securities		78,395.	78,395.	78,395.	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		148,135.			
b Gross sales price for all assets on line 6a		177,124.			
7 Capital gain net income (from Part IV, line 2)			148,135.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		228,332.	228,332.	80,197.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 1		1,925.	0.	1,925.	0.
b Accounting fees STMT 2		2,200.	0.	2,200.	0.
c Other professional fees STMT 3		7,079.	7,079.	7,079.	0.
17 Interest					
18 Taxes STMT 4		1,473.	0.	1,473.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		1,940.	1,453.	1,940.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		14,617.	8,532.	14,617.	0.
25 Contributions, gifts, grants paid		256,895.			256,895.
26 Total expenses and disbursements. Add lines 24 and 25		271,512.	8,532.	14,617.	256,895.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-43,180.			
b Net investment income (if negative, enter -0-)			219,800.		
c Adjusted net income (if negative, enter -0-)				65,580.	

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	11,170.	12,670.	12,670.	
	2 Savings and temporary cash investments	58,359.	141,146.	141,146.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 7	665,420.	624,834.	2,308,935.	
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		734,949.	778,650.	2,462,751.	
17 Accounts payable and accrued expenses					
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 ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	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	0.	13,700.		
	30 Total net assets or fund balances	734,950.	778,650.		
31 Total liabilities and net assets/fund balances	734,950.	778,650.			

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	734,950.
2 Enter amount from Part I, line 27a	2	-43,180.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	86,880.
4 Add lines 1, 2, and 3	4	778,650.
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	778,650.

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	300SHS INGERSOLL-RAND COMPANY LTD		12/31/01	02/16/18
b	695SHS PFIZER INC		10/16/09	11/13/18
c	300SHS INGERSOLL-RAND COMPANY LTD		12/31/01	11/13/18
d	1,000SHS ALLEGION PUB LTD CO		12/31/01	11/23/18
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 27,098.		3,697.	23,401.
b 30,482.		12,173.	18,309.
c 31,128.		3,697.	27,431.
d 88,416.		9,422.	78,994.
e			

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			23,401.
b			18,309.
c			27,431.
d			78,994.
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	148,135.
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	0.

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	160,156.	2,757,067.	.058089
2016	154,289.	2,592,341.	.059517
2015	149,214.	2,621,553.	.056918
2014	140,816.	2,695,889.	.052234
2013	105,100.	2,422,442.	.043386

2 Total of line 1, column (d)	2	.270144
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	.054029
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	2,751,277.
5 Multiply line 4 by line 3	5	148,649.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,198.
7 Add lines 5 and 6	7	150,847.
8 Enter qualifying distributions from Part XII, line 4	8	256,895.

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.

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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 <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	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,198.
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	2,198.
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	2,198.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	1,200.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	1,200.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	998.
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 2019 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

N/A

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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 ► LEROY FADEM Telephone no. ► 914-632-9882 Located at ► 10 MELROSE DRIVE, , NEW ROCHELLE, NY ZIP+4 ► 10804-4610		
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		
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 ►		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year, did the foundation pay or incur any amount to:

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

☐ 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

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?

5b

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.

(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
LEROY FADEM	PRESIDENT			
10 MELROSE DR.				
NEW ROCHELLE, NY 10804	0.00	0.	0.	0.
STEVEN FADEM	TREASURER			
1460 WEST BYRON				
CHICAGO, IL 60613	0.00	0.	0.	0.
BARBARA HAYDEN	SECRETARY			
4413 HAVERFORD DR.				
ROCKVILLE, MD 20853	0.00	0.	0.	0.
JILL SERLING	VICE PRES.			
25 MEADOW ROAD				
SCARSDALE, NY 10583	0.00	0.	0.	0.

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

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

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

0

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

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

Expenses

Amount**Total. Add lines 1 through 3**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,670,393.
b	Average of monthly cash balances	1b	122,782.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,793,175.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,793,175.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,898.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,751,277.
6	Minimum investment return. Enter 5% of line 5	6	137,564.

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	137,564.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	2,198.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,198.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	135,366.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	135,366.
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	135,366.

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	256,895.
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	256,895.
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	2,198.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	254,697.

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				135,366.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2018.				
a From 2013				
b From 2014	6,493.			
c From 2015	21,428.			
d From 2016	26,430.			
e From 2017	24,691.			
f Total of lines 3a through e	79,042.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 256,895.				
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				135,366.
e Remaining amount distributed out of corpus	121,529.			
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	200,571.			
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 instr.			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	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	200,571.			
10 Analysis of line 9.				
a Excess from 2014	6,493.			
b Excess from 2015	21,428.			
c Excess from 2016	26,430.			
d Excess from 2017	24,691.			
e Excess from 2018	121,529.			

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 <i>Paid during the year</i>				
SEE SCHEDULE ATTACHED SEE ATTACHED NEW ROCHELLE, NY 10804			SEE ATTACHED	256,895.
Total			▶ 3a	256,895.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

Part XVII	Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations
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		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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		

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.

Sign Here   

Signature of officer or trustee _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below? See inst. ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature <i>Lewie Altman</i>	Date 5/6/19	Check <input type="checkbox"/> if self-employed	PTIN
	LEWIS ALTMAN, CPA	LEWIS ALTMAN, CPA			P00071102
	Firm's name ▶ SHALIK, MORRIS & COMPANY, LLP			Firm's EIN ▶ 11-2973036	
	Firm's address ▶ 80 CROSSWAYS PK DR WEST WOODBURY, NY 11797			Phone no. 516-338-8700	

FORM 990-PF

LEGAL FEES

STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	1,925.	0.	1,925.	0.
TO FM 990-PF, PG 1, LN 16A	1,925.	0.	1,925.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	2,200.	0.	2,200.	0.
TO FORM 990-PF, PG 1, LN 16B	2,200.	0.	2,200.	0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY	7,079.	7,079.	7,079.	0.
TO FORM 990-PF, PG 1, LN 16C	7,079.	7,079.	7,079.	0.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IRS EXCISE TAX	1,473.	0.	1,473.	0.
TO FORM 990-PF, PG 1, LN 18	1,473.	0.	1,473.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS REGISTRATION FEES	250.	0.	250.	0.
CUSTODIAL FEES & BANK CHARGES	1,453.	1,453.	1,453.	0.
NEWSPAPER ADVT.	160.	0.	160.	0.
STATIONERY	77.	0.	77.	0.
TO FORM 990-PF, PG 1, LN 23	1,940.	1,453.	1,940.	0.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 6

DESCRIPTION	AMOUNT
APPRECIATION ON SECURITIES DONATED TO NY PHIHARMONIC	86,880.
TOTAL TO FORM 990-PF, PART III, LINE 3	86,880.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
859SHS JOHNSON CTLS INTL PLC	13,183.	25,469.
600SHS QUALCOMM INC	31,078.	34,146.
500SHS UNITED PARCEL SERVICE CL B	49,692.	48,765.
764SHS MEDTRONIC INC	57,812.	69,493.
3,900SHS GENERAL ELECTRIC CO.	3,898.	29,523.
600SHS UNITED TECHNOLOGIES CORP	32,939.	63,888.
1,000SHS ENTERGY COPR.	19,410.	86,070.
700SHS PEPSICO INC	44,751.	77,336.
761SHS CHEVRON CORP	5,896.	82,789.
1,600SHS SYSCO CORP	44,790.	100,256.
1,921SHS VERIZON COMMUNICATIONS	12,279.	108,000.
1,000SHS ALLSTATE CORP,	3,336.	82,630.
1,400 MICROSOFT CORP	37,797.	142,198.
2,500SHS XCEL ENERGY INC.	67,392.	123,175.
1,600SHS COLGATE-PALMOLIVE CO	41,584.	95,232.
1,500SHS DOWDUPONT	13,548.	102,842.
1,000SHS INTERNAT'L BUSS MACHINES	5,585.	113,670.
1,300SHS KIMBERLY-CLARK CORP.	2,916.	148,122.
1,500SHS JP MORGAN CHASE & CO.	52,655.	146,430.
2,100SHS EXXON MOBIL COPR.	2,053.	143,199.
1,500SHS INGERSOLL-RAND CO. LTD.	18,484.	136,845.
4,500SHS PFIZER INC.	43,659.	196,425.
800SHS 3M CO.	20,097.	152,432.
TOTAL TO FORM 990-PF, PART II, LINE 10B	624,834.	2,308,935.

FADEM FAMILY FOUNDATION, INC
 I D # 13-3907052
 PART XV LINE 3A
 CONTRIBUTIONS PAID FOR 2018

ALZHEIMERS DISEASE RESEARCH	1,000
AMERICAN CANCER SOCIETY	1,000
AMERICAN RED CROSS	1,500
ANTI DEFAMATION LEAGUE	8,000
BULLETIN OF ATOMIC SCIENTISTS	6,500
CARNEGIE HALL SOCIETY	6,500
CHESAPEAKE BAY FOUNDATION	500
COLONIAL WILLIAMSBURGH FOUNDATION	500
DOCTORS WITHOUT BORDERS	500
HEBREW UNION COLLEGE JEWISH INSTITUTE OF RELIGION	1,000
HONOR FLIGHT OF LONG ISLAND	500
HOSPICE OF THE CHESAPEAKE	1,000
JBH INTERNATIONAL	25,000
JCC OF MID-WESTCHESTER	1,000
JEWISH FOUNDATION FOR GROUP HOMES	500
JEWISH MUSEUM	1,000
JEWISH WOMEN'S FOUNDATION-CHICAGO	2,000
JOHNS HOPKINS UNIVERSITY (MS RESEARCH CENTER)	5,000
SUSAN G KOMEN FOR THE CURE	500
LINCOLN CENTER FOR THE PERFORMING ARTS	2,500
MAKE-A-WISH FOUNDATION	500
MARYLAND PESTIDE EDUCATION NETWORK	500
MEMORIAL SLOAN-KETTERING	1,000
METROPOLITAN MUSEUM OF ART	2,500
MONTEFIORE MEDICAL CENTER-NEW ROCHELLE	1,000
MOUNT VERNON LADIES ASSOCIATION	500
NATIONAL INSTITUTE FOR JEWISH HOSPICE	500
NATIONAL MULTIPLE SCLEROSIS SOCIETY	500
NATIONAL WORLD WORLD II MUSEUM	500
NEW ISRAEL FUND	5,000
NY PHILHARMONIC	17,500
NY PHILHARMONIC-SECURITIES	99,480
NY TIMES NEEDIEST FUND	1,000
PEDDIE SCHOOL	500
PLANNED PARENTHOOD	1,500
QUOGUE WILDLIFE REFUGE	500
RAICES	500
RAINN	500
ST JUDE'S CHILDREN'S RESEARCH HOSPITAL	500
SERIOUS FUN CHILDREN'S NETWORK	500
TEMPLE ISRAEL OF NEW ROCHELLE	25,665
TEMPLE SHOLOM	3,750
THIRTEEN ASSOCIATES	500
UNION FOR REFORM JUDAISM	4,500
URJ-EISNER & CRANE LAKE CAMPS	12,500
URJ-RELIGIOUS ACTIONS CENTER	2,500
UNITED HEBREW GERIATRIC CENTER	1,500
UJA-FEDERATION	1,000
UNITED WAY	1,000
UNIVERSITY OF PENNSYLVANIA	1,500
WHY HUNGER	500
WORLD UNION FOR REFORM JUDAISM	1,000

256,895
