

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation ELLEN AND PETER KLEIN FOUNDATION INC		A Employer identification number 22-3313765	
Number and street (or P.O. box number if mail is not delivered to street address) 22 SANDALWOOD DRIVE		Room/suite	B Telephone number (see instructions) (973) 994-2258
City or town, state or province, country, and ZIP or foreign postal code LIVINGSTON, NJ 07039		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 188,584	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	103	103		
	4 Dividends and interest from securities	3,375	1,252		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	16,369			
	b Gross sales price for all assets on line 6a _____ 69,601				
	7 Capital gain net income (from Part IV, line 2)		2,794		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and 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	19,847	4,149		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	1,410	353		1,057
	c Other professional fees (attach schedule) 	1,725	1,725		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	78	78		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	3,213	2,156		1,057
	25 Contributions, gifts, grants paid	11,350			11,350
	26 Total expenses and disbursements. Add lines 24 and 25	14,563	2,156		12,407
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	5,284			
	b Net investment income (if negative, enter -0-)		1,993		
c Adjusted net income (if negative, enter -0-)					

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	6,347	4,848	4,848
	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)	85,392	87,333	87,517
	c	Investments—corporate bonds (attach schedule)	92,040	96,882	96,219
	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	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	183,779	189,063	188,584	
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	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	183,779	189,063	
	30	Total net assets or fund balances (see instructions)	183,779	189,063	
31	Total liabilities and net assets/fund balances (see instructions) .	183,779	189,063		

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	183,779
2	Enter amount from Part I, line 27a	2	5,284
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	189,063
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	189,063

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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	
a			
b			
c			
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	2,794
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	

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))
2017	12,303	204,472	0 060170
2016	12,249	200,088	0 061218
2015	12,366	208,658	0 059264
2014	12,032	218,392	0 055094
2013	12,415	212,858	0 058325

2 Total of line 1, column (d) { }	2	0 294071
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 058814
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 { }	4	202,964
5 Multiply line 4 by line 3 { }	5	11,937
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	20
7 Add lines 5 and 6 { }	7	11,957
8 Enter qualifying distributions from Part XII, line 4 { }	8	12,407

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	20
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	
3	Add lines 1 and 2.	3	20
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	20
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	
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	20
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 ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 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>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 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>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NJ		
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> .	8b	Yes
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 taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13		
14	The books are in care of ▶ PETER KLEIN Telephone no ▶ (973) 994-2258			

Located at **▶** 22 SANDALWOOD DRIVE LIVINGSTON NJ ZIP+4 **▶** 070391409

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐	15		
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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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. ☐	1b		
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? ☐	1c		
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 ▶ 20____, 20____, 20____, 20____			
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).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		
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?	4b		

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		Yes	No
(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	
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
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 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, 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
AMY K KEISLING 1422 GARALYN ROAD HARRISBURG, PA 171103073	TRUSTEE 000 00	0	0	0
ELLEN M KLEIN 22 SANDALWOOD DRIVE LIVINGSTON, NJ 070391409	VP TRUSTEE 000 00	0	0	0
PETER M KLEIN 22 SANDALWOOD DRIVE LIVINGSTON, NJ 070391409	PRES TRUSTEE 000 00	0	0	0
STEVEN E KLEIN 13120 SW FOREST GLEN BT BEAVERTON, OR 970085622	SECY/TREAS 000 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.				

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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.

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 N/A	
2	
All other program-related investments See instructions	
3	
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	198,924
b	Average of monthly cash balances.	1b	7,131
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	206,055
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	206,055
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,091
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	202,964
6	Minimum investment return. Enter 5% of line 5.	6	10,148

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	10,148
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	20
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	20
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	10,128
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	10,128
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	10,128

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	12,407
b	Program-related investments—total from Part IX-B.	1b	
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	12,407
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	20
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	12,387

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				10,128
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.	1,863			
b From 2014.	1,248			
c From 2015.	2,009			
d From 2016.	2,261			
e From 2017.	2,153			
f Total of lines 3a through e.	9,534			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 12,407				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				10,128
e Remaining amount distributed out of corpus	2,279			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,813			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
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).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	1,863			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	9,950			
10 Analysis of line 9				
a Excess from 2014.	1,248			
b Excess from 2015.	2,009			
c Excess from 2016.	2,261			
d Excess from 2017.	2,153			
e Excess from 2018.	2,279			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a 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) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
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	
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	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)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2018)

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

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

1	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 		
*****	2019-04-25	*****
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below
 (see instr)? ☐ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	MICHAEL J FRANCHINO		2019-04-25		P00281546
	Firm's name ▶ LESHNER FRANCHINO & COMPANY				Firm's EIN ▶ 22-2038419
	Firm's address ▶ 60 WASHINGTON STREET SUITE 100 MORRISTOWN, NJ 07960				Phone no (973) 539-1800

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)				
a <i>Paid during the year</i>				
DICKINSON COLLEGE FUND DICKINSON COLLEGEPO BOX 1773 CARLISLE, PA 170139984		EXEMPT	UNRESTRICTED	250
EQUALITY PENNSYLVANIA 1306 NORTH 3RD STREET HARRISBURG, PA 171021970		EXEMPT	UNRESTRICTED	250
GAMUT CLASSIC THEATRE GROUP 14 NORTH 4TH HARRIBURG, PA 171011804		EXEMPT	UNRESTRICTED	300
Total ▶ 3a				11,350

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)				
a <i>Paid during the year</i>				
JEWISH FAMILY SERVICE 333 NOTRH FRONT STREET HARRISBURG, PA 17110		EXEMPT	UNRESTRICTED	250
LAWYER'S CAMPAIGN FOR EQUAL JUSTICE 620 SW 5TH AVE STE 1225 PORTLAND, OR 972041426		EXEMPT	UNRESTRICTED	500
LGBT CENTER OF CENTRAL PENNSYLVANIA 1306 NORTH 3RD STREET HARRISBURG, PA 17102		EXEMPT	UNRESTRICTED	250
Total			▶ 3a	11,350

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)				
a <i>Paid during the year</i>				
MITTLEMAN JEWISH COMMUNITY CENTER 6651 SW CAPITOL HWY PORTLAND, OR 972911914		EXEMPT	UNRESTRICTED	500
NATIONAL CENTER FOR TRANSGENDER EQU 1325 MASSACHUSETTS AVE NW WASHINGTON, DC 200054171		EXEMPT	UNRESTRICTED	500
NATL COUN OF JEWISH WOMEN ESSEX COUNTY SECTION 70 SOUTH ORANGE AVE STE 120 LIVINGSTON, NJ 07039		EXEMPT	UNRESTRICTED	500
Total			▶ 3a	11,350

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)				
a <i>Paid during the year</i>				
PORTLAND JEWISH ACADEMY 6651 SW CAPITOL HWY PORTLAND, OR 972911914		EXEMPT	UNRESTRICTED	750
TEMPLE B'NAI ABRAHAMPO BOX 46 LIVINGSTON, NJ 07039		EXEMPT	UNRESTRICTED	2,000
TEMPLE BETH ISRAEL 1972 NW FLANDERS STREET PORTLAND, OR 972092054		EXEMPT	UNRESTRICTED	1,500
Total ▶ 3a				11,350

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)				
a <i>Paid during the year</i>				
TEMPLE OHEV SHOLOM 2345 NORTH FRONT STREET HARRISBURG, PA 171101028		EXEMPT	UNRESTRICTED	1,800
UNIVERSITY OF PENNSYLVANIA SCHOOL OF SOCIAL POLICY & PRACTICE ALUMNI FUND 3451 WALNUT STREET PHILADELPHIA, PA 191046283		EXEMPT	UNRESTRICTED	250
RUTGERS SCHOOL OF LAW ALUMNI ASSOC SCHOLARSHIP FND 7 COLLEGE AVENUE NEWS BRUNSWICK, NJ 089011256		EXEMPT	UNRESTRICTED	250
Total			▶ 3a	11,350

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)				
a <i>Paid during the year</i>				
UJW OF GREATER METRO WEST PO BOX 929 WHIPPANY, NJ 079810929		EXEMPT	UNRESTRICTED	1,000
URBAN GLEANERSPO BOX 6344 PORTLAND, OR 97228		EXEMPT	UNRESTRICTED	500
Total ▶ 3a				11,350

TY 2018 Accounting Fees Schedule

Name: ELLEN AND PETER KLEIN FOUNDATION
INC

EIN: 22-3313765

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	1,410	353		1,057

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Gain/Loss from Sale of Other Assets Schedule

Name: ELLEN AND PETER KLEIN FOUNDATION
INC

EIN: 22-3313765

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
JOHN HANCOCK REGIONAL BANK	2017-01	PURCHASE	2018-03		2,399	1,294			1,105	
FM LARGE CAP FUND INST	2017-01	PURCHASE	2018-03		8,646	7,026			1,620	
THE GROWTH FUND OF AMERICA	2017-01	PURCHASE	2008-03		17,049	10,923			6,126	
COLUMBIA ACORN INTL	2017-01	PURCHASE	2018-04		6,225	5,021			1,204	
TWEEDY BROWN GLOBAL VALUE FUND	2017-01	PURCHASE	2018-06		1,400	1,400				
AKRE FOCUS FUND INSTL	2017-01	PURCHASE	2018-08		1,935	878			1,057	
AMERICAN HIGH INCOME MUNI BND FND	2017-01	PURCHASE	2018-08		284	268			16	
BOSTON PATTNERS SM CAP VALUE	2017-01	PURCHASE	2018-08		559	516			43	
CHAMPLAIN SMALL CO CLASS INSTL	2017-01	PURCHASE	2018-08		1,407	858			549	
EDGEWOOD GROWTH FUND INSTL	2017-01	PURCHASE	2018-08		1,932	1,375			557	
FIDELITY INTERMEDIATE MUNI INCOME	2017-01	PURCHASE	2018-08		2,454	2,493			-39	
FIDELITY LTD TERM MUNI INCOME	2017-01	PURCHASE	2018-08		683	693			-10	
GATEWAY FUND CLASS Y	2017-01	PURCHASE	2018-08		112	89			23	
HARBOR LARGE CAP VALUE CL RET	2017-01	PURCHASE	2018-08		1,108	1,037			71	
PEAR TREE POLARIS FRGN VALUE	2017-01	PURCHASE	2018-08		279	285			-6	
SOUND SHORE FUND INSTL	2017-01	PURCHASE	2018-08		1,014	851			163	
VOYA FLOATING RATE CL 1	2017-01	PURCHASE	2018-08		327	330			-3	
HARBOR INTL FUND CL R	2017-01	PURCHASE	2018-09		9,366	9,073			293	
CHAMPLAIN SMALL CO CLASS INSTL	2017-01	PURCHASE	2018-09		142	82			60	
AQR MANAGED FUTURES FUND CL 1	2017-01	PURCHASE	2018-09		414	476			-62	
CALAMOS MARKET NEUTRAL INCOME	2017-01	PURCHASE	2018-09		1,125	1,023			102	
GATEWAY FUND CL Y	2017-01	PURCHASE	2018-09		4,061	3,216			845	
VOYA FLOATING RATE CL 1	2017-01	PURCHASE	2018-09		979	988			-9	
VOYA FLOATING RATE CL 1	2017-01	PURCHASE	2018-12		2,907	3,037			-130	

TY 2018 Investments Corporate Bonds Schedule

Name: ELLEN AND PETER KLEIN FOUNDATION
INC

EIN: 22-3313765

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN HIGH-INCOME MUNI CLASS A	11,561	12,050
FIDELITY LTD TERM MUNI FD	38,468	37,947
FIDELITY INTERMEDIATE MUNI INC	46,853	46,222
VOYALOATING RATE CLASS I		

TY 2018 Investments Corporate Stock Schedule

Name: ELLEN AND PETER KLEIN FOUNDATION
INC

EIN: 22-3313765

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AKRE FOCUS FUND RETAIL	4,492	9,230
AMERICAN GROWTH FUND		
AQR MANAGED FUTURES	3,438	2,820
CALAMOS MARKET NEUTRAL INCOME	2,810	2,920
CHAMPLAIN SMALL COMPANY FD	3,364	4,003
COLUMBIA ACORN INTERNATIONAL		
EDGEWOOD GROWTH FUND	12,549	14,463
FMI LARGE CAP FUND		
GATEWAY FUND CL A		
HARBOR INTERNATIONAL INVESTOR SHARES		
JOHN HANCOCK REGIONAL BANK		
SOUND SHORE FD INC	13,141	12,567
HARBOR LARGE CAP VALUE CL RETIREMENT	16,798	15,560
BOSTON PARTNERS SM CAP VALUE II		
TWEEDY BROWN GLOBAL VALUE FUND		
AC ALTERNATIVES MRKT NEUTRAL VAL	3,037	2,896
HARDING LOEVNER INTL EQUITY PORT	7,023	6,014
PEAR TREE POLARIS FRGN VALUE	9,258	8,032
BOSTON PARTNERS SM CAO VALUE	2,851	2,379
TOUCHSTONE INTL SMALL CAP	4,964	3,584
TWEEDY BROWNE GLOBAL VALUE FND	1,519	1,342
VANGUARD FINANCIALS INDEX ADMIRAL	2,089	1,707

TY 2018 Other Professional Fees Schedule

Name: ELLEN AND PETER KLEIN FOUNDATION
INC

EIN: 22-3313765

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT OTHER PROFESSIONAL FEES	1,725	1,725		

TY 2018 Taxes Schedule

Name: ELLEN AND PETER KLEIN FOUNDATION
INC

EIN: 22-3313765

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	37	37		
FOREIGN TAXES PAID	41	41		