

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

Name of foundation Leo M Bernstein Family Foundation c/o Adam Bernstein		A Employer identification number 52-6041822	
Number and street (or P O box number if mail is not delivered to street address) 3299 K Street NW Suite 700 No 700		Room/suite	B Telephone number (see instructions) (202) 333-9000
City or town, state or province, country, and ZIP or foreign postal code Washington, DC 20007		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) \$ 8,366,477	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	61,894	61,894		
	4 Dividends and interest from securities	128,364	128,364		
	5a Gross rents	4,500	4,500		
	b Net rental income or (loss) 4,500				
	6a Net gain or (loss) from sale of assets not on line 10	394,912			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		394,912		
	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	589,670	589,670		
	13 Compensation of officers, directors, trustees, etc	107,325	35,417		71,908
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	14,825	13,342		1,482
	16a Legal fees (attach schedule)	 20,747	20,747		0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	 12,138	12,138		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 4,335	4,335		0
	19 Depreciation (attach schedule) and depletion	25,763	25,763		
	20 Occupancy				
	21 Travel, conferences, and meetings	13,135	11,822		1,314
	22 Printing and publications				
	23 Other expenses (attach schedule)	 145,340	136,524		8,817
	24 Total operating and administrative expenses. Add lines 13 through 23	343,608	260,088		83,521
	25 Contributions, gifts, grants paid	440,400			440,400
	26 Total expenses and disbursements. Add lines 24 and 25	784,008	260,088		523,921
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-194,338			
	b Net investment income (if negative, enter -0-)		329,582		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	19,139	24,318	24,318
	2 Savings and temporary cash investments	128,304	683,558	683,558
	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 ▶ _____	84,841	0	0
	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)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	7,647,682	6,934,340	7,533,601
	14 Land, buildings, and equipment basis ▶ <u>1,107,350</u> Less accumulated depreciation (attach schedule) ▶ <u>741,631</u>	391,483	365,719	125,000
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,271,449	8,007,935	8,366,477	
Liabilities	17 Accounts payable and accrued expenses	3,908	253	
	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)	3,908	253	
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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	2,060,357	2,060,357	
	29 Retained earnings, accumulated income, endowment, or other funds	6,207,184	5,947,325	
30 Total net assets or fund balances (see instructions)	8,267,541	8,007,682		
31 Total liabilities and net assets/fund balances (see instructions) .	8,271,449	8,007,935		

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	8,267,541
2 Enter amount from Part I, line 27a	2	-194,338
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	8,073,203
5 Decreases not included in line 2 (itemize) ▶ _____	5	65,521
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	8,007,682

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)
1 a Capital Gain Distribution	P		
b Publicly Traded Securities	P		
c Publicly Traded Securities	P		
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			134,774
b			250,206
c			9,932
d			
e			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			134,774
b			250,206
c			9,932
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	394,912
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	503,711	9,092,962	0 055396
2016	481,241	9,024,395	0 053327
2015	580,876	9,897,810	0 058687
2014	626,685	11,041,337	0 056758
2013	588,849	11,007,611	0 053495

2 Total of line 1, column (d)	2	0 277663
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 055533
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	8,831,616
5 Multiply line 4 by line 3	5	490,446
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,296
7 Add lines 5 and 6	7	493,742
8 Enter qualifying distributions from Part XII, line 4	8	523,921

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	3,296
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	3,296
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	3,296
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	17,999
b	Exempt foreign organizations—tax withheld at source	6b	
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	17,999
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,703
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
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 \$ 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? <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) DC		
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	No
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		No
14	The books are in care of ▶ THE FOUNDATION Telephone no ▶ (202) 333-9000			

Located at **▶** 3299 K STREET NW WASHINGTON DC ZIP+4 **▶** 20007

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		No
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		No
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		No

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

		Yes	No
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	
	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
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	6b	
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?	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 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
See Additional Data Table				
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 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. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

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

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	8,371,027
b	Average of monthly cash balances.	1b	427,660
c	Fair market value of all other assets (see instructions).	1c	167,421
d	Total (add lines 1a, b, and c).	1d	8,966,108
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	8,966,108
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	134,492
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,831,616
6	Minimum investment return. Enter 5% of line 5.	6	441,581

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	441,581
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	3,296
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,296
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	438,285
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	438,285
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	438,285

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	523,921
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	523,921
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	3,296
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	520,625

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				438,285
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.	49,802			
b From 2014.	74,618			
c From 2015.	85,985			
d From 2016.	30,021			
e From 2017.	59,065			
f Total of lines 3a through e.	299,491			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>523,921</u>				
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.				438,285
e Remaining amount distributed out of corpus	85,636			
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	385,127			
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).	49,802			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	335,325			
10 Analysis of line 9				
a Excess from 2014.	74,618			
b Excess from 2015.	85,985			
c Excess from 2016.	30,021			
d Excess from 2017.	59,065			
e Excess from 2018.	85,636			

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
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

[illegible]

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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	*****	2019-11-07	*****	May the IRS discuss this return with the preparer shown below? (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Mark N Roth				P00505332
	Firm's name ▶ Hertzbach & Company PA				Firm's EIN ▶ 52-1158459
Firm's address ▶ 1530 Wilson Blvd 700 Arlington, VA 22209					Phone no (703) 351-6600

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Richard Bernstein 1054 31 st STreet NW Suite 1000 Washington, DC 20007	Vice President 1 00	0	0	0
Adam Bernstein 4409 Klinge Street Washington, DC 20016				
Ami Becker Aronson 6917 Anchorage Drive Bethesda, MD 20817	Managing Executive Directo 40 00	0	0	0
Mauree Jane Perry 2606 Jackson Street San Francisco, CA 94115				
Stuart Bernstein Il Lugano - 300 Seminole Avenue Apt 3B Palm Beach, FL 33480	President 1 00	0	0	0

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>				
4 Paws for Ability207 Dayton Ave Xenia, OH 45385		Charitable	Community Service	500
Anti-Defamation League605 3rd Ave New York, NY 10158		Charitable	Community Service	6,250
Building Bridges 1901 Mississippi Ave SE 101 Washington, DC 20020		Charitable	Community Service	2,000
Total ▶ 3a				440,400

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>				
Burlingame High School1 Mangini Way Burlingame, CA 94010		charitable	community service	12,500
Charles E Smith Life Communities 6121 Montrose Road Rockville, MD 20852		Charitable	Community Service	4,000
City Dance1111 16th St NW Washington, DC 20036		Charitable	Community Service	30,000
Total ▶ 3a				440,400

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>				
College Tracks 4827 Rugby Ave Suite 302 Bethesda, MD 20814		Charitable	Community Service	1,000
Colon Cancer Alliance 1025 Vermont Ave NW Suite 1066 Washington, DC 20005		Charitable	Community Service	1,500
Environment Washington Research 1402 3rd Ave 618 Seattle, WA 98101		Charitable	Community Service	3,000
Total ▶ 3a				440,400

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>				
Georgetown Heritage 1000 Potomac St NW Suite 122 Washington, DC 20007		Charitable	Community Service	6,250
Halcyon3400 Prospect St NW Washington, DC 20007		Charitable	Community Service	31,250
ICivics1035 Cambridge Street Suite 21B Cambridge, MA 02141		Charitable	Community Service	2,500
Total ▶ 3a				440,400

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>				
James Beard Organization 167 West 12th Street New York, NY 10011		Charitable	Community Service	3,500
Jewish Funders Network 150 W 30th Street New York, NY 10001		Charitable	Community Service	1,200
Joshua Freeman Foundation 31556 Winterberry Parkway Selbyville, DE 19975		Charitable	Community Service	1,500
Total ▶ 3a				440,400

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>				
Kennedy Center2700 F Street NW Washington, DC 20566		Charitable	Community Service	10,000
Kollet Vilna3299 K St NW Suite 700 Washington, DC 20007		Charitable	Community Service	12,500
Leo Bernstein Hebrew Academy 1401 Arcola Ave Silver Spring, MD 20902		Charitable	Community Service	25,000
Total ▶ 3a				440,400

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>				
Martha's Table 2204 Martin Luther King Jr Ave SE Washington, DC 20020		Charitable	Community Service	15,000
MentorPrize7979 Old Georgetown Rd Bethesda, MD 20814		Charitable	Community Service	1,000
Meridian International Center 1630 Crescent Pl NW Washington, DC 20009		Charitable	Community Service	10,000
Total ▶ 3a				440,400

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>				
Mesorah10612 Woodsdale Drive Silver Spring, MD 20901		Charitable	Community Service	12,500
Moishe House1453 Harvard St NW Washington, DC 20009		Charitable	Community Service	1,800
National Center For Family Philanthropy 1101 Connecticut Ave NW Suite 220 Washington, DC 20036		Charitable	Community Service	1,000
Total ▶ 3a				440,400

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>				
National Constitution525 Arch St Philadelphia, PA 19106		Charitable	COMMUNITY SERVICE	45,000
National Museum of Women in the Arts 1250 New York Ave NW Washington, DC 20005		Charitable	Community Service	11,800
New Dance Alliance182 Duane St New York, NY 10013		Charitable	Community Service	6,000
Total ▶ 3a				440,400

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>				
Sasha Bruce Youthwork Inc 741 8th St SE Washington, DC 20003		Charitable	Community Service	5,000
Scarecrow Video5030 Roosevelt Way NE Seattle, WA 98105		charitable	community service	3,500
Sixth & I Historic Synagogue 600 I Street NW Washington, DC 20001		Charitable	Community Service	21,000
Total ▶ 3a				440,400

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>				
THEARC1901 Mississippi Ave SE Washington, DC 20020		Charitable	Community Service	21,800
Washington Hebrew Congregation 3935 Macomb Street NW Washington, DC 20016		Charitable	Community Service	12,500
Welcoming AmericaPO Box 2554 Decatur, GA 30031		Charitable	Community Service	3,500
Total ▶ 3a				440,400

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>				
Yeshiva of Greater Washington 2010 Linden Land Silver Spring, MD 20910		Charitable	Community Service	10,000
The Leukemia & Lymphona Society 507 Capital Ct NE Washington, DC 20002		Charitable	Community Service	500
New Fund for Cinema and TV 5 Yokneam Street Tel Aviv 67443 IS		Charitable	Community Service	500
Total ▶ 3a				440,400

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>				
PEF Israel Endowment Funds 630 3rd Avenue New York, NY 10017		Charitable	Community Service	500
Greater Washington Community Foundation 1325 G St Nw Washington, DC 20005		Charitable	Community Service	2,000
Plastic Pollution Coalition 2150 Allston Way Berkeley, CA 94704		Charitable	Community Service	500
Total ▶ 3a				440,400

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>				
Active Minds2001 S Street NW Washington, DC 20009		Charitable	Community Service	500
Autism Speaks1990 K St NW Washington, DC 20006		Charitable	Community Service	500
Adams Morgan Youth Leadership Academy 1782 Columbia Road NW Washington, DC 20009		Charitable	Community Service	1,000
Total ▶ 3a				440,400

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>				
Aspen Institute2300 N St NW Washington, DC 20037		Charitable	Community Service	12,500
Trust for the National Mall 1300 Pennsylvania Avenue NW Washington, DC 20004		Charitable	Community Service	20,000
Give2Asia2201 Broadway 4th Floor Oakland, CA 94612		Charitable	Community Service	6,250
Total ▶ 3a				440,400

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>				
Giving Back Fund 5757 West Century Blvd Los Angeles, CA 90045		Charitable	Community Service	5,000
The Global Good Fund 10211 Wincopin Cir Columbia, MD 21044		Charitable	Community Service	2,500
Hirshhorn Museum & Sculpture Garden Independence Avenue SW 7th St Washington, DC 20560		Charitable	Community Service	14,300
Total ▶ 3a				440,400

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>				
Junior Achievement919 18th St NW Washington, DC 20006		Charitable	Community Service	1,000
Jewish Women International 1129 20th St NW Washington, DC 20036		Charitable	Community Service	1,000
PACE UniversityOne Pace Plaza New York, NY 10038		Charitable	Community Service	1,000
Total ▶ 3a				440,400

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>				
National Archives Foundation 700 Pennsylvania Ave NW Washington, DC 20408		Charitable	Community Service	15,000
Chabad Lubovitch1307 N Highland St Arlington, VA 22201		Charitable	Community Service	10,000
NCSY11 Broadway 13th Floor New York, NY 10004		Charitable	Community Service	10,000
Total ▶ 3a				440,400

TY 2018 Explanation of Non-Filing with Attorney General Statement

Name: Leo M Bernstein Family Foundation

c/o Adam Bernstein

EIN: 52-6041822

Statement: DC does not require 990-PF to be furnished to DC

TY 2018 Investments - Other Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein

EIN: 52-6041822

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Managed Portfolio	AT COST	6,933,340	7,329,293
Israel State Bonds	AT COST	1,000	1,000
Brown Advisory Investors LLP	AT COST	0	4,871
Yukon	AT COST	0	198,437

TY 2018 Legal Fees Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	20,747	20,747		0

TY 2018 Other Decreases Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein

EIN: 52-6041822

Description	Amount
Book to Tax Adjustments	65,521

TY 2018 Other Expenses Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein

EIN: 52-6041822

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Messenger/Delivery	51	46		5
G&A Stationary	366	329		37
Meals & Entertainment	1,274	1,146		127
Payroll Process	409	368		41
Insurance	4,550	4,095		455
Contract Labor	12,188	10,970		1,219
Investment Fees	45,415	45,415		0
Repairs & Maintenance	8,880	8,880		0
Management Fees	36,000	32,400		3,600
Miscellaneous	526	473		53

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Auto Expenses	357	321		36
Phone	1,200	1,080		120
IT Hardware	2,741	2,467		274
IT Software	168	151		17
G&A Dues and Subscriptions	2,890	2,890		0
G&A Seminars	27,409	24,668		2,741
G&A Office Supplies	916	825		92

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

TY 2018 Other
Notes/Loans Receivable
Long Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein
EIN: 52-6041822

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
F&Crabill Inc		0	0				0 %				0

TY 2018 Other Professional Fees Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Professional Fees	12,138	12,138		0

TY 2018 Taxes Schedule

Name: Leo M Bernstein Family Foundation
c/o Adam Bernstein

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Real Estate Taxes	3,901	3,901		0
Foreign Taxes	434	434		0