

Form **990-PF****Return of Private Foundation**

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

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning **NOV 1, 2016**, and ending **OCT 31, 2017**

Name of foundation

**ISABELLE RUSSEK LEEDS FOUNDATION
C/O GILDEA & IVANIS LLP**

A Employer identification number

13-3384086

Number and street (or P O box number if mail is not delivered to street address)

535 FIFTH AVENUE, 30TH FLOOR

Room/suite

B Telephone number

(212) 869-5700

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

NEW YORK, NY 10017C 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 changeD 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 foundationE 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)

\$ 1,050,359. (Part I, column (d) must be on cash basis)J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____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))

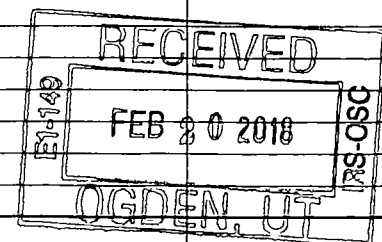
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	61.	61.		STATEMENT 1
	4 Dividends and interest from securities	5,705.	5,705.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	235,006.			
	b Gross sales price for all assets on line 6a	380,341.			
	7 Capital gain net income (from Part IV, line 2)		235,006.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	240,772.	240,772.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	8,500.	8,500.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	17.	17.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	19,012.	19,012.		0.
24 Total operating and administrative expenses Add lines 13 through 23	27,529.	27,529.		0.	
25 Contributions, gifts, grants paid	86,773.			86,773.	
26 Total expenses and disbursements Add lines 24 and 25	114,302.	27,529.		86,773.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	126,470.				
b Net investment income (if negative, enter -0-)		213,243.			
c Adjusted net income (if negative, enter -0-)			N/A		



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		<14,409.>	72,333.	72,333.
	3	Accounts receivable ▶ 25,000.				
		Less: allowance for doubtful accounts ▶		32,250.	25,000.	25,000.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 7		536,427.	611,163.	868,726.
	c	Investments - corporate bonds STMT 8		84,600.	84,600.	84,300.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment; basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		638,868.	793,096.	1,050,359.	
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				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted		638,868.	793,096.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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				
	30	Total net assets or fund balances		638,868.	793,096.	
	31	Total liabilities and net assets/fund balances		638,868.	793,096.	

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	638,868.
2	Enter amount from Part I, line 27a	2	126,470.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	27,758.
4	Add lines 1, 2, and 3	4	793,096.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	793,096.

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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			
b SEE ATTACHED STATEMENTS			
c			
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			
b			
c			
d			
e 380,341.		145,335.	235,006.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			235,006.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	235,006.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	344,737.	956,827.	.360292
2014	50,100.	1,029,528.	.048663
2013	87,245.	1,066,141.	.081833
2012	94,810.	1,006,237.	.094222
2011	86,936.	978,727.	.088826

2 Total of line 1, column (d)	2	.673836
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.134767
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	906,169.
5 Multiply line 4 by line 3	5	122,122.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,132.
7 Add lines 5 and 6	7	124,254.
8 Enter qualifying distributions from Part XII, line 4	8	86,773.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	4,265.
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	4,265.
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	4,265.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	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	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	36.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,301.
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 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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?	Yes	No
1a			X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
4b	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? If "Yes," attach the statement required by General Instruction T	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14 The books are in care of ► <u>GILDEA & IVANIS LLP</u> Telephone no. ► <u>(212) 869-5700</u> Located at ► <u>535 FIFTH AVENUE, 30TH FLOOR</u> ZIP+4 ► <u>10017</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>N/A</u>	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 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____ 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) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2016 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 2016) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

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

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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.

(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
ISABELLE R. LEEDS 485 PARK AVENUE NEW YORK, NY 10022	PRES/TRSTEE 0.00	0.	0.	0.
DAVID R. LEEDS 26944 MALIBU COVE COLONY DRIVE MALIBU, CA 90265	VP/TRSTEE 0.00	0.	0.	0.
AMY BETH LEEDS 888 PARK AVENUE NEW YORK, NY 10022	VP/SECY 0.00	0.	0.	0.

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	0.

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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	843,695.
b	Average of monthly cash balances	1b	76,274.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	919,969.
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	919,969.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,800.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	906,169.
6	Minimum investment return Enter 5% of line 5	6	45,308.

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	45,308.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,265.
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,265.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,043.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	41,043.
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	41,043.

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	86,773.
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	86,773.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,773.

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.

Form 990-PF (2016)

ISABELLE RUSSEK LEEDS FOUNDATION
C/O GILDEA & IVANIS LLP

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				41,043.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	40,178.			
b From 2012	45,308.			
c From 2013	36,639.			
d From 2014	159,197.			
e From 2015	299,288.			
f Total of lines 3a through e	580,610.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	86,773.			
a Applied to 2015, 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 2016 distributable amount				41,043.
e Remaining amount distributed out of corpus	45,730.			
5 Excess distributions carryover applied to 2016 (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	626,340.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	40,178.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	586,162.			
10 Analysis of line 9:				
a Excess from 2012	45,308.			
b Excess from 2013	36,639.			
c Excess from 2014	159,197.			
d Excess from 2015	299,288.			
e Excess from 2016	45,730.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling **▶**
b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				Prior 3 years	(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013		
2 a 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).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
N/A

b The form in which applications should be submitted and information and materials they should include:
N/A

c Any submission deadlines
N/A

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
BROWN UNIVERSITY	NONE	PUBLIC	PUBLIC SERVICE	500.
CENTRAL PARK CONSERVANCY	NONE	PUBLIC	PUBLIC SERVICE	350.
CITY MEALS ON WHEELS	NONE	PUBLIC	PUBLIC SERVICE	3,500.
CONGREGATION EMANU-EL	NONE	PUBLIC	PUBLIC SERVICE	5,120.
EMILYS LIST	NONE	PUBLIC	PUBLIC SERVICE	188.
Total	SEE CONTINUATION SHEET(S)			86,773.
b Approved for future payment				
NONE				
Total				0.

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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	400 SHS CEPHEID INC MERGER	P	06/15/15	11/07/16
b	486 SHS FLEETMATICS GROUP	P	04/14/16	11/10/16
c	150 SHS AMGEN INC	P	06/17/04	01/12/17
d	50 SHS COSTAR GROUP INC	P	08/23/11	01/12/17
e	260 SHS CELGENE CORP	P	01/16/14	02/03/17
f	110 SHS ADVISORY BOARD CO	P	02/02/16	02/06/17
g	700 SHS BRISTOL-MYERS SQUIBB CO	P	08/09/89	03/02/17
h	309 SHS ECOLAB INC	P	10/21/10	03/03/17
i	295 SHS CYNOSURE INC	P	10/25/16	03/24/17
j	40 SHS AUTOZONE INC	P	01/16/98	04/20/17
k	200 SHS FEDERAL REALTY INV TRUST	P	11/11/91	06/06/17
l	35 SHS ALPHABET INC/CA-CLA	P	05/15/12	08/18/17
m	600 SHS FASTENAL CO	P	03/14/97	08/18/17
n	600 SHS PAYCHEX INC	P	12/12/89	08/18/17
o	965 SHS ALBANY MOLECULAR RESEARCH MERGER- HOLDERS	P	02/28/17	09/01/17

(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 21,200.		22,368.	<1,168.>
b 29,160.		17,702.	11,458.
c 23,490.		8,085.	15,405.
d 9,634.		2,398.	7,236.
e 29,857.		21,690.	8,167.
f 5,068.		4,998.	70.
g 39,444.		7,916.	31,528.
h 38,419.		12,662.	25,757.
i 19,470.		14,409.	5,061.
j 27,578.		1,074.	26,504.
k 24,526.		3,795.	20,731.
l 32,838.		10,717.	22,121.
m 25,713.		2,653.	23,060.
n 32,955.		448.	32,507.
o 20,989.		14,420.	6,569.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,168.>
b			11,458.
c			15,405.
d			7,236.
e			8,167.
f			70.
g			31,528.
h			25,757.
i			5,061.
j			26,504.
k			20,731.
l			22,121.
m			23,060.
n			32,507.
o			6,569.

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	235,006.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

ISABELLE RUSSEK LEEDS FOUNDATION
C/O GILDEA & IVANIS LLP

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GREENWICH HOSPITAL FOUNDATION	NONE	PUBLIC	PUBLIC SERVICE	1,000.
GREENWICH UNITED WAY	NONE	PUBLIC	PUBLIC SERVICE	250.
HASSENFELD CHILDRENS HOSPITAL	NONE	PUBLIC	PUBLIC SERVICE	2,000.
HUGH L CAREY INSTITUTE	NONE	PUBLIC	PUBLIC SERVICE	250.
JEWISH FEDERATION OF PALM BEACH	NONE	PUBLIC	PUBLIC SERVICE	25,000.
LIGHTHOUSE GUILD	NONE	PUBLIC	PUBLIC SERVICE	2,500.
MEMORIAL SLOAN KETTERING	NONE	PUBLIC	PUBLIC SERVICE PUBLIC SERVICE	1,000.
METROPOLITAN MUSEUM OF ART	NONE	PUBLIC	PUBLIC SERVICE	4,000.
HOSPITAL FOR SPECIAL SURGERY	NONE	PUBLIC	PUBLIC SERVICE PUBLIC SERVICE	1,000.
PALM BEACH CIVIC ASSOCIATION	NONE	PUBLIC	PUBLIC SERVICE PUBLIC SERVICE PUBLIC SERVICE PUBLIC SERVICE	2,000.
Total from continuation sheets				77,115.

ISABELLE RUSSEK LEEDS FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PARK EAST SYNAGOGUE	NONE	PUBLIC	PUBLIC SERVICE	2,250.
PELL CENTER	NONE	PUBLIC	PUBLIC SERVICE	250.
RAYMOND F KRAVIS	NONE	PUBLIC	PUBLIC SERVICE	1,000.
SILVER SHIELD ASSOCIATION	NONE	PUBLIC	PUBLIC SERVICE	50.
THE MUSEUM OF MODERN ART	NONE	PUBLIC	PUBLIC SERVICE	600.
THE NEW YORK PUBLIC LIBRARY	NONE	PUBLIC	PUBLIC SERVICE	250.
THE SOCIETY OF THE FOUR ARTS	NONE	PUBLIC	PUBLIC SERVICE	2,300.
THIRTEEN	NONE	PUBLIC	PUBLIC SERVICE	690.
TOWN OF PALM BEACH UNITED WAY	NONE	PUBLIC	PUBLIC SERVICE	10,000.
UJA FEDERATION OF NEW YORK	NONE	PUBLIC	PUBLIC SERVICE	20,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)Total from continuation sheets

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - MEMORIAL SLOAN KETTERING

PUBLIC SERVICE

PUBLIC SERVICE

PUBLIC SERVICE

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
JPMORGAN CHASE #83670	61.	61.	
TOTAL TO PART I, LINE 3	61.	61.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
JPMORGAN CHASE #83670	5,705.	0.	5,705.	5,705.	
TO PART I, LINE 4	5,705.	0.	5,705.	5,705.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & LEGAL SERVICES	8,500.	8,500.		0.
TO FORM 990-PF, PG 1, LN 16B	8,500.	8,500.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHOLDING	17.	17.		0.
TO FORM 990-PF, PG 1, LN 18	17.	17.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING/CORPORATION FEES	250.	250.		0.	
CUSTODIAL FEES	4,891.	4,891.		0.	
INVESTMENT ADVISORY FEES	12,302.	12,302.		0.	
CT CORPORATION	358.	358.		0.	
OTHER TAX - SEC 4940	1,211.	1,211.		0.	
TO FORM 990-PF, PG 1, LN 23	19,012.	19,012.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
TRANSFER FROM ASSET A/C TO ASSET A/C		27,758.	
TOTAL TO FORM 990-PF, PART III, LINE 3		27,758.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BRISTOL MYERS	0.	0.		
FEDERAL REALTY INVESTMENT	0.	0.		
PAYCHEX, INC.	0.	0.		
FASTENAL CO	0.	0.		
AUTOZONE	0.	0.		
AMGEN INC	0.	0.		
ECOLAB INC	0.	0.		
COSTAR GROUP INC	9,593.	44,363.		
CELGENE CORP	0.	0.		
IPG PHOTONICS CORP	22,762.	74,518.		
ALPHABET INC/GOOGLE CL A	0.	0.		
ANSYS INC	21,416.	32,810.		
CEPHEID INC	0.	0.		
IDEXX LABORATORIES INC	25,524.	66,468.		
VERINT SYSTEMS INC	23,160.	16,880.		
DORMAN PRODUCTS INC	22,734.	31,099.		
BLACKBAUD INC	20,729.	31,403.		
COGNEX CORP	16,075.	51,723.		
FACTSET RESEARCH SYSTEMS INC	14,874.	18,038.		

FORTINET INC	15,268.	16,552.
GENTEX CORP	20,408.	24,320.
HOLOGIC INC	21,146.	20,439.
ILLUMINA INC	7,506.	11,285.
MANHATTAN ASSOCIATES INC	21,929.	16,744.
MEDIDATA SOLUTIONS INC	11,952.	19,560.
RESMED INC	16,822.	25,254.
TRIMBLE INCORPORATED	20,441.	30,251.
ADVISORY BOARD CO/THE	20,447.	18,335.
CAMBREX CORP	22,567.	24,653.
CYNOSURE INC-A	0.	0.
GIGAMON INC	15,901.	13,475.
FLEETMATICS GROUP PLC	0.	0.
ICON PLC	19,959.	34,826.
NICE LTD	21,695.	29,159.
SEI INVESTMENTS COMPANY	19,234.	24,836.
FACTSET RESEARCH SYSTEMS INC	7,349.	8,544.
KORNIT DIGITAL LTD	18,036.	18,116.
CYBERARK SOFTWARE LTD/ISRAEL	23,017.	19,067.
HEALTHCARE SERVICES GROUP	13,844.	18,247.
VERINT SYSTEMS INC	10,347.	10,972.
GIGAMON INC	15,509.	19,443.
MEDIDATA SOLUTIONS INC	4,825.	6,394.
HMS HOLDINGS CORP	21,896.	22,126.
REALPAGE INC	21,214.	24,248.
FINANCIAL ENGINES INC	10,222.	11,372.
FORTINET INC	7,716.	7,882.
ILLUMINA INC	9,540.	10,260.
DOLBY LABORATORIES INC	15,506.	15,064.
TOTAL TO FORM 990-PF, PART II, LINE 10B	611,163.	868,726.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ISHARES BARCLAYS 1-3YR T-BOND	84,600.	84,300.
TOTAL TO FORM 990-PF, PART II, LINE 10C	84,600.	84,300.