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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation **JEROME NERENBERG 2000 CHARITABLE TRUST U/A/D****10/03/2000, AS AMENDED, WITH THE**

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

Room/suite

A Employer identification number

26-6307600

B Telephone number (see instructions)

312-636-000**THE NORTHERN TRUST COMPANY**

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

PO BOX 803878 CHICAGO, IL 60680

G Check all that apply.

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ▶ \$ **14,242,760.**J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is
pending, check here. ▶ ☐D 1 Foreign organizations, check here. ▶ ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ▶ ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here. ▶ ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here. ▶ ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☐ if the foundation is not required to
attach Sch. B.

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

357,533.**357,533.****STMT 1**

5a Gross rents

b Net rental income or (loss)

535,821.

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a **2,729,027.**

7 Capital gain net income (from Part IV, line 2)

535,821.

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) (attach schedule)

11 Other income (attach schedule)

18,825.**STMT 2**

12 Total. Add lines 1 through 11

912,179.**893,354.**

13 Compensation of officers, directors, trustees, etc.

85,809.**77,228.****8,581.**

14 Other employee salaries and wages

NONE**NONE**

15 Pension plans, employee benefits

NONE**NONE**

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) **STMT 3****2,500.****1,250.****NONE****1,250.**

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions) **STMT 4****28,636.****7,636.**

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

NONE**NONE**

22 Printing and publications

NONE**NONE**23 Other expenses (attach schedule) **STMT 5****15.****15.**24 Total operating and administrative expenses.
Add lines 13 through 23.**116,960.****86,114.****NONE****9,846.**

25 Contributions, gifts, grants paid

1,627,475.**1,627,475.**

26 Total expenses and disbursements. Add lines 24 and 25

1,744,435.**86,114.****NONE****1,637,321.**

27 Subtract line 26 from line 12

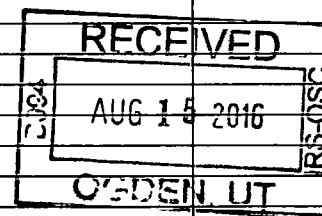
a Excess of revenue over expenses and disbursements

-832,256.

b Net investment income (if negative, enter -0-)

807,240.

c Adjusted net income (if negative, enter -0-)

627-2ENVELOPE
POSTMARK DATE **AUG 09 2016**SCANNED **AUG 18 2016**
Revenue
Operating and Administrative Expenses

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			
	2	Savings and temporary cash investments	1,867,677.	1,692,618.	1,692,618.
	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 ▶ NONE			
	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)	7,364,846.	6,482,618.	9,513,214.
	c	Investments - corporate bonds (attach schedule)	2,742,099.	2,717,130.	2,775,691.
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)		250,000.	261,237.
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)	11,974,622.	11,142,366.	14,242,760.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
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	11,974,622.	11,142,366.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	11,974,622.	11,142,366.	
31	Total liabilities and net assets/fund balances (see instructions)	11,974,622.	11,142,366.		

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	11,974,622.
2	Enter amount from Part I, line 27a	2	-832,256.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,142,366.
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	11,142,366.

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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 PUBLICLY TRADED SECURITIES					
b					
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 2,729,027.		2,193,206.	535,821.		
b					
c					
d					
e					
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			535,821.		
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	535,821.	
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.

(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))
2014	1,724,303.	16,030,627.	0.107563
2013	1,654,586.	15,796,976.	0.104741
2012	1,622,026.	15,636,000.	0.103737
2011	1,729,539.	16,187,992.	0.106841
2010	1,646,723.	15,091,336.	0.109117
2 Total of line 1, column (d)			2 0.531999
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 0.106400
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 14,437,687.
5 Multiply line 4 by line 3			5 1,536,170.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,072.
7 Add lines 5 and 6			7 1,544,242.
8 Enter qualifying distributions from Part XII, line 4 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.			8 1,637,321.

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)		1	8,072.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	8,072.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	8,072.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	26,752.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	26,752.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	18,680.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ☒ 18,680. 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?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ NORTHERN TRUST Telephone no ▶ Located at ▶ PO BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680		
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 ▶ 15		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ 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)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2015 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 2015)	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 2015?	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 ☒ 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? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X
If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **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 (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
NORTHERN TRUST PO BOX 803878, CHICAGO, IL 60680	TRUSTEE 40	85,809.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	14,657,550.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	14,657,550.
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	NONE
3	Subtract line 2 from line 1d	3	14,657,550.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	219,863.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,437,687.
6	Minimum investment return. Enter 5% of line 5	6	721,884.

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	721,884.
2a	Tax on investment income for 2015 from Part VI, line 5 2a		8,072.
b	Income tax for 2015. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	8,072.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	713,812.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	713,812.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	713,812.

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	1,637,321.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,637,321.
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	8,072.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,629,249.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				713,812.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			NONE	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	898,978.			
b From 2011	930,595.			
c From 2012	871,972.			
d From 2013	880,259.			
e From 2014	941,746.			
f Total of lines 3a through e	4,523,550.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>1,637,321.</u>				
a Applied to 2014, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				713,812.
e Remaining amount distributed out of corpus.	923,509.			
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,447,059.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				NONE
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	898,978.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	4,548,081.			
10 Analysis of line 9				
a Excess from 2011	930,595.			
b Excess from 2012	871,972.			
c Excess from 2013	880,259.			
d Excess from 2014	941,746.			
e Excess from 2015	923,509.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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) 2015	(b) 2014	(c) 2013	(d) 2012	
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).)

N/A

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

N/A

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:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 8				1,627,475.
Total			▶ 3a	1,627,475.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	357,533.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property.						
7 Other investment income				14	18,825.	
8 Gain or (loss) from sales of assets other than inventory				18	535,821.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					912,179.	
13 Total. Add line 12, columns (b), (d), and (e)						912,179.

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

[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) of the Code (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)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

**Sign
Here**

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.


Signature of officer or trustee

07/28/2016
Date

VP
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date:

Check ☐ if self-employed

Firm's name

Firm's EIN ▶

Firm's address ►

Phone no

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS ETC.	357,533.	357,533.
TOTAL	357,533.	357,533.

FORM 990PF, PART I - OTHER INCOME
=====REVENUE
AND
EXPENSES
PER BOOKS
-----DESCRIPTION

DEFERRED INCOME ETC.

18,825.

TOTALS

18,825.
=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION	2,500.	1,250.		1,250.
TOTALS	2,500.	1,250.	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE	21,000.	
FOREIGN	7,636.	7,636.
	-----	-----
TOTALS	28,636.	7,636.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
ATTORNEY GENERAL	15.	15.
TOTALS	----- 15. =====	----- 15. =====

RECIPIENT NAME:
ARTHRITIS FOUNDATION
ADDRESS:
NEWTON, MA

RELATIONSHIP:
NONE - APPLIES TO ALL
PURPOSE OF GRANT:
GENERAL - APPLIES TO ALL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC-APPLIES TO ALL
AMOUNT OF GRANT PAID 117,446.

RECIPIENT NAME:
AMERICARES
ADDRESS:
STAMFORD, CT
AMOUNT OF GRANT PAID 167,781.

RECIPIENT NAME:
GATEWAY FOUNDATION
ADDRESS:
CHICAGO, IL
AMOUNT OF GRANT PAID 100,669.

RECIPIENT NAME:
HEBREW UNION COLLEGE
ADDRESS:
CINCINNATI, OH
AMOUNT OF GRANT PAID 100,669.

RECIPIENT NAME:
LYMPHOMA RESEARCH FOUNDATION
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID 167,781.

RECIPIENT NAME:
MEMORIAL SLOAN-KETTERING
CANCER CENTER
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID 83,890.

RECIPIENT NAME:
LYRIC OPERA OF CHICAGO
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID 134,225.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID 167,781.

RECIPIENT NAME:
UNIVERSITY OF TEXAS FOUNDATION
ADDRESS:
AUSTIN, TX

AMOUNT OF GRANT PAID 251,671.

RECIPIENT NAME:
B'NAI ABRAHAM-ZION
CONGREGATION
ADDRESS:
OAK PARK, IL

AMOUNT OF GRANT PAID 83,891.

RECIPIENT NAME:
NEWBERRY LIBRARY
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID 83,891.

RECIPIENT NAME:
JEWISH THEOLOGICAL SEMINARY
OF AMERICA
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID 117,446.

RECIPIENT NAME:
MUSICIANS CLUB OF WOMEN
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID 50,334.

TOTAL GRANTS PAID: 1,627,475.
=====

Foundation

31 DEC 16

Account number 0261246

NERENBERG FOUNDATION #1 J & E

Page 1 of 5

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Equity funds								
Global Region - USD								
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407								
	15,000 000	22 25	0 00	333,750 00	496,598 01	-162,848 01	0 00	-162,848 01
Total USD			0 00	333,750 00	496,598 01	-162,848 01	0 00	-162,848 01
Total Global Region								
International Region - USD								
MFC FLEXSHARES TR INTL QUALITY DIVIDEND INDEX FD CUSIP 33939L837								
	30,000 000	21 55	4,681 20	646,500 00	759,318 00	-112,818 00	0 00	-112,818 00
MFC FLEXSHARES TR MORNINGSTAR DEVELOPED MARKETS EX US FACTOR TILT INDEX FD CUSIP 33939L803								
	11,100 000	55 18	0 00	612,498 00	690,155 00	-77,657 00	0 00	-77,657 00
Total USD			4,681 20	1,258,998 00	1,449,473 00	-190,475 00	0 00	-190,475 00
Total International Region								
United States - USD								
MFB NORTHERN FUNDS STK INDEX FD CUSIP 665162772								
	166,784 450	24 77	0 00	4,131,250 82	1,874,657 20	2,256,593 62	0 00	2,256,593 62
MFB NORTHERN MULTI MANAGER GLOBAL LISTEDINFRASTRUCTURE FUND CUSIP 665162384								
	32,375 460	11 11	0 00	359,691 36	381,693 71	-22,002 35	0 00	-22,002 35
MFB NORTHN MID CAP INDEX FD CUSIP 665130100								
	52,543 030	15 79	0 00	829,654 44	436,113 53	393,540 91	0 00	393,540 91

Northern Trust

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Foundation

31 DEC 15

Account number 0251246

NERENBERG FOUNDATION #1 J & E

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

Equity Securities

Equity funds

United States - USD

MFC FLEXSHARES TR GLOBAL QUALITY REAL ESTATE INDEX FD CUSIP 33939L787

4,560,000	56.845	0.00	259,213.20	256,910.40	2,302.80	0.00	2,302.80
-----------	--------	------	------------	------------	----------	------	----------

MFC FLEXSHARES TR MORNINGSTAR US MKT FACTOR TILT INDEX FD CUSIP 33939L100

21,700,000	83.73	35,939.75	1,816,941.00	1,211,945.00	604,996.00	0.00	604,996.00
------------	-------	-----------	--------------	--------------	------------	------	------------

MFO DFA US SMALL CAP PORTFOLIO CUSIP 233203843
DFA_C

18,466,700	28.36	0.00	523,715.61	375,235.22	148,480.39	0.00	148,480.39
------------	-------	------	------------	------------	------------	------	------------

Total USD		35,939.75	7,920,466.43	4,536,555.06	3,383,911.37	0.00	3,383,911.37
-----------	--	-----------	--------------	--------------	--------------	------	--------------

Total United States		35,939.75	7,920,466.43	4,536,555.06	3,383,911.37	0.00	3,383,911.37
---------------------	--	-----------	--------------	--------------	--------------	------	--------------

Total Equity Funds

362,629.640		40,620.96	9,513,214.43	6,482,626.07	3,030,588.36	0.00	3,030,588.36
-------------	--	-----------	--------------	--------------	--------------	------	--------------

Total Equity Securities

362,629.640		40,620.96	9,513,214.43	6,482,626.07	3,030,588.36	0.00	3,030,588.36
-------------	--	-----------	--------------	--------------	--------------	------	--------------

Fixed Income Securities

Corporate/government

United States - USD

BAKER HUGHES INC 7.5% DUE 11-15-2018 CUSIP 057224AY3

250,000,000	112.9022	2,395.83	282,255.50	247,537.50	34,718.00	0.00	34,718.00
-------------	----------	----------	------------	------------	-----------	------	-----------

Issue Date 28 Oct 08	Rate 7.50%	Yield to Maturity 2.776%	Maturity Date 15 Nov 18
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Foundation

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Account number 0261246

NERENBERG FOUNDATION #1 J & E

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price		Accrued income/expense		Market Value		Cost		Market		Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value											Translation		
Fixed Income Securities														
Corporate/government														
United States - USD														
JOHNSON & JOHNSON 5 55% DUE 08-15-2017 CUSIP 478160AQ7														
	250,000,000		106.9409		5,241.66		267,352.25		251,375.00		15,977.25		0.00	15,977.25
Issue Date 16 Aug 07		Rate 5.55%	Call Date 14 Aug 17	Call Price 100.00	Yield to Maturity 1.173%	Maturity Date 15 Aug 17								
MFB NORTHERN FUNDS 8D INDEX FD CUSIP 665162533														
	19,936,570		10.50		0.00		209,333.98		213,511.99		-4,178.01		0.00	-4,178.01
Issue Date 25 Aug 08														
MFB NORTN FDS ULTRA SHORT FXD INC FD CUSIP 665162467														
	78,338,050		10.14		0.00		794,347.82		800,403.73		-6,055.91		0.00	-6,055.91
Issue Date 25 Aug 08														
MFB NORTN HI YIELD FXD INC FD CUSIP 665162699														
	73,253,380		6.48		0.00		474,681.90		450,508.91		24,172.99		0.00	24,172.99
Issue Date 25 Aug 08														
MFO DOUBLELINE CORE FIXED INCOME FUND I CUSIP 258620301														
	44,996,480		10.67		0.00		480,112.44		500,000.00		-19,887.56		0.00	-19,887.56
Issue Date 02 Jun 08		Rate 5.85%	Yield to Maturity 2.816%	Maturity Date 01 Jun 18										
NUCOR CORP 5 85% DUE 06-01-2018 CUSIP 670346AK1														
	250,000,000		107.043		1,218.75		267,607.50		253,792.50		13,815.00		0.00	13,815.00
Issue Date 02 Jun 08		Rate 5.85%	Yield to Maturity 2.816%	Maturity Date 01 Jun 18										
Total USD					8,856.24		2,775,691.39		2,717,129.63		58,561.76		0.00	58,561.76
Total United States					8,856.24		2,775,691.39		2,717,129.63		58,561.76		0.00	58,561.76
Total Corporate/Government					8,856.24		2,775,691.39		2,717,129.63		58,561.76		0.00	58,561.76
966,624,480														

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Foundation

31 DEC 15

Account number 0251246

NERENBERG FOUNDATION #1 J & E

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								
Total Fixed Income Securities								
966,624.480			8,866.24	2,776,691.39	2,717,129.63	68,661.76	0.00	68,661.76

Hedge Funds

Hedge fund of funds

United States - USD

SYSTEMATIC ALTERNATIVES FUND LTD CUSIP 124993AS5

252.470	1,034.725803	0.00		261,237.22	250,000.00	11,237.22	0.00	11,237.22
Total USD				261,237.22	250,000.00	11,237.22	0.00	11,237.22
Total United States				261,237.22	250,000.00	11,237.22	0.00	11,237.22
Total Hedge Fund of Funds				261,237.22	250,000.00	11,237.22	0.00	11,237.22
252.470								
Total Hedge Funds				261,237.22	250,000.00	11,237.22	0.00	11,237.22

Cash and Short Term Investments

Short term

USD - United States dollar

1.00	24.16		1,692,618.31	1,692,618.31	0.00	0.00	0.00	0.00
Total short term - all currencies			24.16	1,692,618.31	1,692,618.31	0.00	0.00	0.00
Total short term - all countries			24.16	1,692,618.31	1,692,618.31	0.00	0.00	0.00
Total Short Term			24.16	1,692,618.31	1,692,618.31	0.00	0.00	0.00
1,692,618.310								

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Foundation

31 DEC 15

Account number 0261246

NERENBERG FOUNDATION #1 J & E

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss	
Investment Mgr ID	Shares/PAR value					Market	Translation
Total Cash and Short Term Investments							
	1,692,618.310		24.16	1,692,618.31	1,692,618.31	0.00	0.00
Total	3,011,924.900		49,501.35	14,242,761.35	11,142,374.01	3,100,387.34	0.00
							3,100,387.34

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