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Return of Private Foundation

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

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

2015

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

MELVOIN FOUNDATION C/O LOIS MELVOIN

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

966 WILDWOOD LANE

A Employer identification number

36-6047994

B Telephone number

(312) 634-3400

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 ►

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

HIGHLAND PARK, IL 60035-4128

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 J Accounting method: Cash Accrual

(from Part II, col (c), line 16)

► \$ 3,501,065. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received	Revenue			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		12.	12.		STATEMENT 1
4 Dividends and interest from securities		49,013.	49,013.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		46,395.			
b Gross sales price for all assets on line 6a		859,491.			
7 Capital gain net income (from Part IV, line 2)			46,395.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold	Operating and Administrative Expenses				
c Gross profit or (loss)					
11 Other income		1,235.	1,235.		STATEMENT 3
12 Total Add lines 1 through 11		96,655.	96,655.		
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		3,150.	0.		3,150.
c Other professional fees		24,807.	24,807.		0.
17 Interest					
18 Taxes		5,815.	5,815.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		617.	0.		25.
24 Total operating and administrative expenses Add lines 13 through 23		34,389.	30,622.		3,175.
25 Contributions, gifts, grants paid		137,081.			137,081.
26 Total expenses and disbursements Add lines 24 and 25		171,470.	30,622.		140,256.
27 Subtract line 26 from line 12		-74,815.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			66,033.		
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		486,915.	492,872.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 8	1,763,260.	1,748,191.
	c	Investments - corporate bonds	STMT 9	336,958.	271,255.
	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)		2,587,133.	2,512,318.
					3,501,065.
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 type="checkbox"/>			
		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 ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds		1,274,489.	1,274,489.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		1,312,644.	1,237,829.
	30	Total net assets or fund balances		2,587,133.	2,512,318.
	31	Total liabilities and net assets/fund balances		2,587,133.	2,512,318.

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	2,587,133.
2	Enter amount from Part I, line 27a	2	-74,815.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2,512,318.
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	2,512,318.

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 STATEMENT			
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	859,491.	813,096.	46,395.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any		
a				
b				
c				
d				
e			46,395.	
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	46,395.
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

 Yes No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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))
2014	186,056.	3,443,226.	.054035
2013	59,587.	3,032,551.	.019649
2012	104,860.	1,714,333.	.061167
2011	101,463.	1,734,529.	.058496
2010	203,431.	1,824,150.	.111521

2 Total of line 1, column (d)

2 .304868

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 .060974

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 3,497,812.

5 Multiply line 4 by line 3

5 213,276.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 660.

7 Add lines 5 and 6

7 213,936.

8 Enter qualifying distributions from Part XII, line 4

8 140,256.

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.	(attach copy of letter if necessary-see instructions)	1	1,321.
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			
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	1,321.
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	1,321.
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,680.	
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	3,680.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	2,359.	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ►	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	X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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	X
1c	Did the foundation file Form 1120-POL for this year?	1c	X
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	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
4b		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	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>II</u>		
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	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)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Form 990-PF (2015)

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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11		<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12		<input checked="" type="checkbox"/> X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13		<input checked="" type="checkbox"/> X	
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>LOIS MELVOIN</u> Located at ► <u>966 WILDWOOD LANE, HIGHLAND PARK, IL</u>	Telephone no ► <u>(312) 634-3400</u>	ZIP+4 ► <u>60035-4128</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>	► <input type="checkbox"/> N/A
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 ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16		<input checked="" type="checkbox"/> 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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 checked="" type="checkbox"/> Yes	<input 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	► <input type="checkbox"/>	
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?	► <input type="checkbox"/>	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► <u> </u> , <u> </u> , <u> </u> , <u> </u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	► <u> </u> , <u> </u> , <u> </u> , <u> </u>	
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 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)	N/A	
3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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			

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A



5b

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

N/A

 Yes No

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

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

 Yes No

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

If "Yes" to 6b, file Form 8870

 Yes No

6b

X

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?

 Yes No

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
LOIS G. MELVOIN 966 WILDWOOD LANE HIGHLAND PARK, IL 600354128	PRES, SC/TR 0.00	0.	0.	0.
RICHARD I. MELVOIN 966 WILDWOOD LANE HIGHLAND PARK, IL 600354128	VP/DIRECTOR 0.00	0.	0.	0.
JEFFREY D. MELVOIN 966 WILDWOOD LANE HIGHLAND PARK, IL 600354128	VP/DIRECTOR 0.00	0.	0.	0.
SUSAN M. MARTIN 966 WILDWOOD LANE HIGHLAND PARK, IL 600354128	VP/DIRECTOR 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 NOT APPLICABLE	
	0.
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 NOT APPLICABLE	
	0.
2	
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	3,162,805.
b	Average of monthly cash balances	1b	388,273.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	3,551,078.
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	3,551,078.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	53,266.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,497,812.
6	Minimum investment return Enter 5% of line 5	6	174,891.

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	174,891.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,321.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,321.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	173,570.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	173,570.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amounts as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	173,570.

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	140,256.
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	140,256.
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	140,256.

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				173,570.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010	37,292.			
b From 2011	15,637.			
c From 2012	20,755.			
d From 2013				
e From 2014	17,536.			
f Total of lines 3a through e	91,220.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 140,256.			0.	
a Applied to 2014, but not more than line 2a				
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 2015 distributable amount				140,256.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	33,314.			33,314.
6 Enter the net total of each column as indicated below:	57,906.			
a Corpus Add lines 3f, 4c and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				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 2010 not applied on line 5 or line 7	3,978.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	53,928.			
10 Analysis of line 9				
a Excess from 2011	15,637.			
b Excess from 2012	20,755.			
c Excess from 2013				
d Excess from 2014	17,536.			
e Excess from 2015				

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)				
<i>a Paid during the year</i>				
SEE ATTACHED STATEMENT	N/A		THE PURPOSE OF THE GIFTS IS TO PROVIDE FINANCIAL SUPPORT	137,081.
Total			► 3a	137,081.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14		12.
4 Dividends and interest from securities			14		49,013.
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			01		1,235.
8 Gain or (loss) from sales of assets other than inventory			18		46,395.
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)		0.		0.	96,655.
13 Total Add line 12, columns (b), (d), and (e)				13	96,655.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
NOT APPLICABLE	

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitation

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

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
N/A		

**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

May the IRS discuss this return with the preparer shown below (see instr.)?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	PHYLLIS GANNON	<i>Phyllis Gannon</i>	5/10/16		P00916845
	Firm's name ► RSM US LLP			Firm's EIN ► 42-0714325	
	Firm's address ► ONE SOUTH WACKER DRIVE, SUITE 800 CHICAGO, IL 60606-3392			Phone no.	312-634-3400

MELVOIN FOUNDATION			
	Relationship	Status	Amount
966 Wildwood Lane			
Highland Park, IL 60035-4128			
FEIN 36-6047994			
AIDS Foundation of Chicago	None	Public Charity	100
American Cancer Society	None	Public Charity	1,500
American Civil Liberties Union Foundation	None	Public Charity	500
American Friends of Magen David Adom	None	Public Charity	1,000
American Heart Association	None	Public Charity	150
American Jewish Committee	None	Public Charity	250
American Red Cross of Greater Chicago	None	Public Charity	200
Amnesty International	None	Public Charity	300
Ansche Chesed	None	Public Charity	1,000
Anti-Defamation League	None	Public Charity	300
Ark	None	Public Charity	500
Art Institute of Chicago	None	Public Charity	190
Auxiliary of Highland Park Hospital	None	Public Charity	50
B P I	None	Public Charity	500
Board of Jewish Education of Metropolitan Chicago	None	Public Charity	360
Brushwood Center of Ryerson Woods	None	Public Charity	100
Camp for All Kids	None	Public Charity	100
Cancer Wellness Center	None	Public Charity	150
Center for Enriched Living	None	Public Charity	250
Center for Environmental Health	None	Public Charity	150
Chicago Botanic Garden	None	Public Charity	275
Chicago Shakespeare Theater	None	Public Charity	250
Chicago Symphony Orchestra	None	Public Charity	750
Chicago Volunteer Legal Services	None	Public Charity	150
Children's Cancer Recovery Foundation	None	Public Charity	50
Circle of Women Reach and Teach Across Borders, Inc	None	Public Charity	1,000
Common Ground	None	Public Charity	150
Community Partners for Affordable Housing	None	Public Charity	250
Cystic Fibrosis Foundation	None	Public Charity	200
Doctors Without Borders	None	Public Charity	10,000
Endeavor College Prep	None	Public Charity	1,000
Environmental Defense Fund	None	Public Charity	400
Facing History and Ourselves	None	Public Charity	5,000
Family Service	None	Public Charity	300
Friends of the Highland Park Public Library	None	Public Charity	100
Friends of The Smithsonian	None	Public Charity	75
Global Minimum, Inc	None	Public Charity	1,000
Greater Chicago Food Depository	None	Public Charity	780
Greater Yellowstone Coalition	None	Public Charity	150
Habitat for Humanity	None	Public Charity	150
Highland Park Community Foundation	None	Public Charity	350
Hubbard Street Dance Chicago	None	Public Charity	100
Illinois Holocaust Museum and Education Center	None	Public Charity	500
International Rescue Committee	None	Public Charity	450

Jewish Council for Youth Services	None	Public Charity	108
Jewish Council on Urban Affairs	None	Public Charity	250
Jewish Federation of Metropolitan Chicago/Jewish United Fund	None	Public Charity	36
Jewish Food Pantry	None	Public Charity	50
Jewish National Fund	None	Public Charity	500
Josselyn Center	None	Public Charity	150
Lambs Farm	None	Public Charity	200
Les Turner ALS Foundation, Ltd	None	Public Charity	5,298
Lifelong Learning Institute of National Louis University	None	Public Charity	50
Lurie Children's Foundation	None	Public Charity	150
Lyric Opera of Chicago	None	Public Charity	4,378
MADD	None	Public Charity	100
March of Dimes	None	Public Charity	50
Memorial Sloan-Kettering Cancer Center	None	Public Charity	250
Merit School of Music	None	Public Charity	250
MGH-ALS RNA Biology Fund	None	Public Charity	15,000
Michael J. Fox Foundation for Parkinson Relief	None	Public Charity	150
Midwest Palliative & Hospice Center	None	Public Charity	100
Moraine Township Fund Pantry	None	Public Charity	50
Mount Holyoke College	None	Public Charity	750
Music Institute of Chicago – Institute for Therapy Through the Arts	None	Public Charity	1,000
N E I U Foundation	None	Public Charity	1,500
National Jewish Health	None	Public Charity	250
National Multiple Sclerosis Society	None	Public Charity	100
National Wildlife Federation	None	Public Charity	150
Natural Resources Defense Council	None	Public Charity	300
Nature Conservancy (Illinois)	None	Public Charity	1,000
Nesiya Institute	None	Public Charity	1,000
New Legacy Charter School	None	Public Charity	1,000
North Shore Congregation Israel	None	Public Charity	9,371
North Shore Senior Center	None	Public Charity	26,055
North Shore University Health System Foundation	None	Public Charity	1,000
Northlight Theater	None	Public Charity	500
Open Communities	None	Public Charity	250
Partners in Health	None	Public Charity	500
Planned Parenthood Federation of America	None	Public Charity	450
PMC Jimmy Fund	None	Public Charity	500
Simon Wiesenthal Center	None	Public Charity	500
Southern Poverty Law Center	None	Public Charity	550
Special Olympics	None	Public Charity	60
Steppingstone Foundation	None	Public Charity	5,000
Stratford Shakespeare Festival	None	Public Charity	50
Teach for America	None	Public Charity	5,000
The Epiphany School	None	Public Charity	5,000
The Jewish Federation of Greater Los Angeles	None	Public Charity	5,000
Thresholds	None	Public Charity	1,000
Union for Reform Judaism	None	Public Charity	180
United in Harmony	None	Public Charity	5,000
United States Holocaust Memorial Museum	None	Public Charity	300
United Way of Franklin County, Inc	None	Public Charity	1,000
University Synagogue	None	Public Charity	1,500
Volunteer Pool of Highland Park	None	Public Charity	50

WBEZ (Chicago Public Radio)	None	Public Charity	365
WFMT (Fine Arts Circle)	None	Public Charity	750
Women's Board of the Field Museum	None	Public Charity	150
Writers' Theater	None	Public Charity	750
WTTW (Channel 11)	None	Public Charity	1,000
TOTAL			137,081

NOTE: ALL THE ABOVE CONTRIBUTIONS WERE MADE FOR THE GENERAL, CHARITABLE, RELIGIOUS, EDUCATIONAL, OR SCIENTIFIC PURPOSE OF EACH DONEE ORGANIZATION.

MELVOIN FOUNDATION C/O LOIS MELVOIN

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 US BANK - SEE ATTACHED			P	01/01/15	12/31/15
b US BANK - SEE ATTACHED			P	01/01/15	12/31/15
c PROVIDENT TRUST COMPANY - SEE ATTACHED			P	01/01/15	12/31/15
d PROVIDENT TRUST COMPANY - SEE ATTACHED			P	01/01/15	12/31/15
e PROVIDENT TRUST COMPANY - SEE ATTACHED			P	01/01/15	12/31/15
f CAPITAL GAINS DIVIDENDS					
g					
h					
i					
j					
k					
l					
m					
n					
o					
(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 269,869.		280,229.			-10,360.
b 353,338.		378,968.			-25,630.
c 7,221.		7,771.			-550.
d 44,441.		14,081.			30,360.
e 174,461.		132,047.			42,414.
f 10,161.					10,161.
g					
h					
i					
j					
k					
l					
m					
n					
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "0-")		
(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					-10,360.
b					-25,630.
c					-550.
d					30,360.
e					42,414.
f					10,161.
g					
h					
i					
j					
k					
l					
m					
n					
o					
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		46,395.
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

**2015 Tax Information**

Account Number 08001685540

MELVOIN FOUNDATION AGENCY

Page 4

Short Term Transactions

DESCRIPTION	CUSIP								
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Market Discount (Included in Net G/L)	Portion Subject to 988 and to 28% Rates (Included in Net G/L)
BAIRD AGGREGATE BOND FD INSTL	057071854								
03/30/15	02/12/15	3213.96	\$35,096.40	\$35,064.28	\$32.12		\$0.00	\$0.00	\$0.00
JOHN HANCOCK II GL ABS RE I	47804M878								
03/30/15	02/12/15	1565.1	\$17,779.56	\$17,560.45	\$219.11		\$0.00	\$0.00	\$0.00
NUVEEN HIGH INCOME BOND FD CL I	670678234								
04/24/15	07/09/14	1779.36	\$15,000.00	\$16,565.83	\$-1,565.83		\$0.00	\$0.00	\$0.00
NUVEEN STRATEGIC INCOME I	670678390								
02/12/15	11/14/14	1049.05	\$11,843.75	\$11,906.69	\$-62.94		\$0.00	\$0.00	\$0.00



MELVOIN FOUNDATION AGENCY

2015 Tax Information

Account Number 080016855400

Page 5

Short Term Transactions

DESCRIPTION	CUSIP								
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	(included in Net G/L)	Portion Subject to 988 and Market Discount (included in Net G/L)
NUVEEN STRATEGIC INCOME I	670678390								Portion Subject to 28% Rates (included in Net G/L)
02/12/15	10/14/14	4984.48	\$56,274.81	\$56,573.89	\$-299.08		\$0.00	\$0.00	\$0.00
03/30/15	10/14/14	400.71	\$4,504.00	\$4,548.08	\$-44.08		\$0.00	\$0.00	\$0.00
10/13/15	10/14/14	511.45	\$5,411.17	\$5,804.99	\$-393.82		\$0.00	\$0.00	\$0.00
OPPENHEIMER DEVELOPING MARKETS I	683974604								
10/13/15	11/14/14	381.24	\$11,803.22	\$14,715.90	\$-2,912.68		\$0.00	\$0.00	\$0.00
SAUENT MLP ENERGY INFRASTRUCTURE I	794771602								
08/07/15	03/30/15	1328.51	\$13,975.94	\$17,367.74 *	\$-3,391.80		\$0.00	\$0.00	\$0.00
LAUDUS INTERNATIONAL MARKETMASTERS	808509640								
12/14/15	02/12/15	8011.55	\$17,626.02	\$18,283.29	\$-657.27		\$0.00	\$0.00	\$0.00
VANGUARD EQUITY INCOME ADM	921921300								
10/13/15	11/14/14	437.87	\$27,498.36	\$29,608.92	\$-2,110.56		\$0.00	\$0.00	\$0.00
VANGUARD GLOBAL EQUITY FUND - IV	922038203								
11/06/15	12/17/14	1331.35	\$32,884.22	\$31,938.97	\$945.25		\$0.00	\$0.00	\$0.00
12/15/15	12/17/14	845.76	\$20,171.33	\$20,289.73	\$-118.40		\$0.00	\$0.00	\$0.00
<i>Total Short Term Gain/Loss</i>			\$269,868.78	\$280,228.76	\$-10,359.98		\$0.00	\$0.00	\$0.00



MELVOIN FOUNDATION AGENCY

2015 Tax Information

Account Number 080016855400

Page 6

Long Term Transactions

DESCRIPTION	CUSIP	Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Market Discount (Included in Net GL)	Portion Subject to 988 and GL/L)	Portion Subject to 28% Rates (Included in Net GL)
DRIEHAUS SELECT CREDIT FUND	262028848											
		02/12/15	10/25/13	5285.13	\$48,993.13	\$53,802.59	\$-4,809.46		\$0.00		\$0.00	\$0.00
NUVEEN HIGH INCOME BOND FD CL I	670678234											
		10/02/15	07/09/14	2821.47	\$20,935.31	\$26,267.89	\$-5,332.58		\$0.00		\$0.00	\$0.00
NUVEEN STRATEGIC INCOME I	670678390											
		10/13/15	12/24/13	2031.22	\$21,490.27	\$22,668.37	\$-1,178.10		\$0.00		\$0.00	\$0.00
		12/16/15	10/11/13	4520.8	\$46,112.12	\$50,000.00	\$-3,887.88		\$0.00		\$0.00	\$0.00
		12/16/15	12/24/13	1884.77	\$19,224.69	\$21,034.08	\$-1,809.39		\$0.00		\$0.00	\$0.00
OPPENHEIMER DEVELOPING MARKETS I	683974604											
		10/13/15	07/09/14	889.26	\$27,531.40	\$35,694.77	\$-8,163.37		\$0.00		\$0.00	\$0.00
T ROWE PRICE CHIP GROWTH FUND IN	77954Q106											
		10/13/15	07/09/14	559.48	\$39,756.43	\$37,507.31	\$2,249.12		\$0.00		\$0.00	\$0.00
		10/13/15	10/25/13	20 1	\$1,428.31	\$1,222.88	\$205.43		\$0.00		\$0.00	\$0.00
T ROWE PRICE SMALL CAP STOCK FD 65	779572106											
		12/09/15	12/24/13	349.64	\$15,076.65	\$15,510.20	\$-433.55		\$0.00		\$0.00	\$0.00
		12/09/15	10/25/13	626.75	\$27,025.50	\$28,166.18	\$-1,140.68		\$0.00		\$0.00	\$0.00
		12/09/15	10/11/13	573.27	\$24,719.19	\$25,000.08	\$-280.89		\$0.00		\$0.00	\$0.00
MIDCAP SPDR TRUST SERIES I E T F	784677Y107											
		02/12/15	12/24/13	50	\$13,590.99	\$12,093.65	\$1,497.34		\$0.00		\$0.00	\$0.00



MELVOIN FOUNDATION AGENCY

2015 Tax Information

Account Number 080016855400

Page 7

Long Term Transactions

DESCRIPTION

CUSIP

DESCRIPTION	CUSIP	Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Market Discount (Included in Net G/L)	Portion Subject to 988 and (Included in Net G/L)	Portion Subject to 28% Rates (Included in Net G/L)
LAUDUS INTERNATIONAL MARKETMASTERS	808509640	12/14/15	10/11/13	2157.97	\$47,453.74	\$50,000.15	\$-2,546.41		\$0.00	\$0.00	\$0.00	\$0.00
<i>Total Long Term Gain/Loss</i>				\$353,337.73	\$378,968.15	\$-25,630.42		\$0.00	\$0.00	\$0.00	\$0.00	

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
U.S. BANK - CHECKING	12.	12.	
TOTAL TO PART I, LINE 3	12.	12.	

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
PROVIDENT TRUST COMPANY	20,694.	116.	20,578.	20,578.	
US BANK '8554	38,480.	10,045.	28,435.	28,435.	
TO PART I, LINE 4	59,174.	10,161.	49,013.	49,013.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER MISC. INCOME	1,235.	1,235.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,235.	1,235.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,150.	0.		3,150.
TO FORM 990-PF, PG 1, LN 16B	3,150.	0.		3,150.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	24,807.	24,807.		0.
TO FORM 990-PF, PG 1, LN 16C	24,807.	24,807.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	5,376.	5,376.		0.
FOREIGN TAXES	439.	439.		0.
TO FORM 990-PF, PG 1, LN 18	5,815.	5,815.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL LICENSE FEE	10.	0.		10.
ANNUAL ILLINOIS CHARITABLE FEE	15.	0.		15.
NON-DEDUCTIBLE CONTRIBUTIONS	592.	0.		0.
TO FORM 990-PF, PG 1, LN 23	617.	0.		25.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1,170 SHS ACCENTURE PLC	34,007.	122,265.
300 SHS ALPHABET INC CL A & CL C	80,057.	230,534.
3,920 SHS COGNIZANT TECH SOLUTIONS CL A	67,264.	235,278.
800 SHS CVS HEALTH CORP	79,006.	78,216.
1,712 SHS DEVRY EDUCATION GRP INC	14.	43,331.
1,260 SHS EBAY INC	26,410.	34,625.
2,010 SHS FASTENAL COMPANY	67,872.	82,048.
1,940 SHS FRANKLIN RESOURCES INC	69,839.	71,431.
880 SHS HOME DEPOT INC	73,527.	116,380.
1,260 SHS PAYPAL HIDGS INC	38,194.	45,612.
1,250 SHS PNC FIN'L SERVICES	65,608.	119,138.
1,190 SHS PRICE T ROWE GROUP INC	97,260.	85,073.
2,630 SHS SOUTHWEST AIRLINES CO	45,015.	113,248.
1,700 SHS TJX COMPANIES INC	25,452.	120,547.
900 SHS UNITEDHEALTH GROUP INC	56,016.	105,876.
2,640 SHS VISA INC CLASS A	43,264.	204,732.
514 SHS MIDCAP SPDR TRUST	120,622.	130,577.
892 SHS NUVEEN REAL ESTATE	19,443.	20,478.
1,091 SHS SPDR S&P 500 ETF TRUST	188,110.	222,422.
1,896 SHS T ROWE PRICE BLUE CHIP GROWTH	116,623.	137,201.
1,550 SHS T ROWE PRICE SC STOCK	0.	0.
2,149 SHS VANGUARD EQUITY INCOME	134,540.	133,112.
934 SHS VANGUARD 500 INDEX ADMIRAL	177,029.	176,048.
1,390 SHS AMERICAN EUROPACIFIC GROWTH	69,109.	62,901.
819 SHS CAMBIAR EQUITY FUND	19,960.	20,157.
3,221 SHS CAUSEWAY EMERGING MARKETS	33,950.	30,857.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,748,191.	2,742,087.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
6,443 SHS BAIRD AGGREGATE FUND	70,298.	68,365.
12,173 SHS DOUBLELINE TOTAL RETURN	133,058.	131,221.
4,755 SHS PRUDENTIAL TOTAL RETURN	67,899.	66,520.
TOTAL TO FORM 990-PF, PART II, LINE 10C	271,255.	266,106.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LOIS MELVOIN
966 WILDWOOD LANE
HIGHLAND PARK, IL 600354128

TELEPHONE NUMBER

(312)634-3400

FORM AND CONTENT OF APPLICATIONS

THERE IS NO STANDARD APPLICATION FORM. A LETTER REQUESTING A CONTRIBUTION
IS SUFFICIENT.

ANY SUBMISSION DEADLINES

THERE ARE NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

ORGANIZATIONS MUST BE EDUCATIONAL, RELIGIOUS OR CHARITABLE AS DEFINED BY
IRC SECTION 170(C).