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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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation ARKES FAMILY FOUNDATION		A Employer identification number 46-1536842	
Number and street (or P O box number if mail is not delivered to street address) 641 W WILLOW ST NO 138		Room/suite	B Telephone number (see instructions) (312) 280-8292
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60614			
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,633,035		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	269,239	269,239		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-26,002			
	b Gross sales price for all assets on line 6a 2,135,608				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	887	887		
	12 Total. Add lines 1 through 11	244,124	270,126		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	216	108		108
	b Accounting fees (attach schedule).	4,264	2,132		2,132
	c Other professional fees (attach schedule)				
	17 Interest	1,500	1,500		0
	18 Taxes (attach schedule) (see instructions)	3,912	32		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	99,378	98,709		25
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	109,270	102,481		2,265
	25 Contributions, gifts, grants paid	665,391			665,391
	26 Total expenses and disbursements. Add lines 24 and 25	774,661	102,481		667,656
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-530,537			
	b Net investment income (if negative, enter -0-)		167,645		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	136,702	331,138	331,138
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,035,810	5,602,774	6,026,296
	c	Investments—corporate bonds (attach schedule)	2,661,286	2,525,030	2,408,705
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans.			
	13	Investments—other (attach schedule)	1,119,921	964,340	866,896
	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)	9,953,719	9,423,282	9,633,035	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)	0	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	9,953,719	9,423,282	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances(see instructions)	9,953,719	9,423,282	
31	Total liabilities and net assets/fund balances(see instructions)	9,953,719	9,423,282		

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	9,953,719
2	Enter amount from Part I, line 27a	2	-530,537
3	Other increases not included in line 2 (itemize) ▶ _____	3	100
4	Add lines 1, 2, and 3	4	9,423,282
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	9,423,282

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	NORTHERN TRUST			
b	FROM K-1 PRIVATE EQUITY CORE FUND V LP	P		
c	FROM K-1 PRIVATE EQUITY CORE FUND (QP) VI LP	P		
d	CAPITAL GAINS DIVIDENDS	P		
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 2,023,198		2,161,609	-138,411
b 25,941			25,941
c		1	-1
d 86,469			86,469
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-138,411
b			25,941
c			-1
d			86,469
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	-26,002
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	498,701	10,708,700	0 046570
2013	49,422	10,030,933	0 004927
2012	0	9,860,699	0 000000
2011			
2010			

2 Total of line 1, column (d).	2	0 051497
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 017166
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	10,149,876
5 Multiply line 4 by line 3.	5	174,233
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,676
7 Add lines 5 and 6.	7	175,909
8 Enter qualifying distributions from Part XII, line 4.	8	667,656

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 page 18 of the instructions)

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

3,200

b

Exempt foreign organizations—tax withheld at source.

6b

c

Tax paid with application for extension of time to file (Form 8868).

6c

1,000

d

Backup withholding erroneously withheld.

6d

7

Total credits and payments. Add lines 6a through 6d.

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**.

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☒ 2,524 **Refunded** ☒

1	1,676
2	0
3	1,676
4	0
5	1,676
7	4,200
8	
9	
10	2,524
11	0

Part VII-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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.

1b

No

c

Did the foundation file **Form 1120-POL** for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation ☒ \$ 0 (2) On foundation managers ☒ \$ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes.*

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on **Form 990-T** for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

No

7

Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*

7

Yes

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.*

8b

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV.

9

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

10

No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶MICHAEL A ARKES Located at ▶641 W WILLOW ST NO 138 CHICAGO IL Telephone no ▶(312) 280-8292 ZIP+4 ▶60614			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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?(<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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)?

☐ Yes ☒ No

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?

☐ Yes ☒ No

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?

☐ Yes ☒ No

5b

6b

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MICHAEL ARKES 641 W WILLOW ST STE 138 CHICAGO, IL 60614	PRESIDENT 0 00	0	0	0
HELEN ARKES 641 W WILLOW ST STE 138 CHICAGO, IL 60614	DIRECTOR 0 00	0	0	0
JOHN ERAMO 414 CHURCH ST EVANSTON, IL 60201	DIRECTOR 0 00	0	0	0

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

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

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

0

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services.	0
--	---

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	0
2	
3	
4	

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See instructions	
3	

[illegible]

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	10,200,990
b	Average of monthly cash balances.	1b	103,453
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,304,443
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	10,304,443
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	154,567
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,149,876
6	Minimum investment return.Enter 5% of line 5.	6	507,494

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	507,494
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	1,676
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,676
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	505,818
4	Recoveries of amounts treated as qualifying distributions.	4	100
5	Add lines 3 and 4.	5	505,918
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	505,918

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	667,656
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	667,656
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	1,676
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	665,980

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				505,918
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			512,368	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 667,656				
a Applied to 2014, but not more than line 2a			512,368	
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.				155,288
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).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				350,630
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 (see instructions). . . .	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 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 organization 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))

MICHAEL ARKES

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	665,391
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated


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

Form **990-PF** (2015)

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
A BETTER CHICAGO 222 MERCHANDISE MART PLAZA STE 1212 CHICAGO,IL 60654	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
A NEW DAY CAMBODIA PO BOX 2986 HILLSIDE,IL 60162	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
ALLIANCE TO END HOMELESSNESS IN SUBURBAN COOK COUNTY 4415 WHARRISON STE 228 HILLSIDE,IL 60162	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
ALZHEIMERS ASSOCIATION GREATER ILLINOIS CHAPTER 8430 WBRYN MAWR STE 800 CHICAGO,IL 60631	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
AMERICAN FRIENDS ISRAEL MUSEUMS 500 5TH AVE NEWYORK,NY 10110	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
AMERICAN FRIENDS OF NEVE SHALOMWAHAT AL-SALAM 12925 RIVERSIDE DR STE 230 SHERMAN OAKS,CA 91423	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
AMERICAN FRIENDS OF TEL AVIV UNIVERSITY 39 BROADWAY STE 1510 NEWYORK,NY 10006	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
AMERICAN HEART ASSOCIATION 208 S LA SALLE ST STE 1500 CHICAGO,IL 60604	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
AMNESTY INTERNATIONAL 5 PENN PLAZA NEWYORK,NY 10001	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
ANSHE EMET 3751 N BROADWAY ST CHICAGO,IL 60613	NONE		EXEMPT PURPOSE OF ORGANIZATION	3,998
ANTI-DEFAMATION LEAGUE 120 S LASALLE ST STE 1150 CHICAGO,IL 60603	NONE		EXEMPT PURPOSE OF ORGANIZATION	14,000
ART INSTITUTE OF CHICAGO 111 SMICHIGAN CHICAGO,IL 60603	NONE		EXEMPT PURPOSE OF ORGANIZATION	270
AUNT MARTHA'S YOUTH SERVICE CENTER 3034 WESTERN AVE PARK FOREST,IL 60466	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
BBYO GREATER MIDWEST REGION 216 WJACKSON 6TH FLOOR CHICAGO,IL 60606	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,000
BERNARD ZELL ANSHE EMET DAY SCHOOL 3751 NORTH BROADWAY ST CHICAGO,IL 60613	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
Total			3a	665,391

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BEYOND OCD 2300 LINCOLN PARK WEST STE 206B CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
BLUE SKY BAKERY 3720 N LINCOLN CHICAGO,IL 60613	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
BRADY CENTER TO PREVENT GUN VIOLENCE 840 FIRST ST NE 400 WASHINGTON,DC 20002	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
CARA PROGRAM 237 S DES PLAINES ST CHICAGO,IL 60661	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
CARE 70 E LAKE STREET ROOM 1430 CHICAGO,IL 60601	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
CHAI LIFELINE 151 W 30TH ST NEW YORK,NY 10001	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
CHICAGO CHILDRENS CHOIR 78 E WASHINGTON CHICAGO,IL 60602	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
CHICAGO CHILDREN'S MUSEUM 700 E GRAND AVE CHICAGO,IL 60611	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
CHICAGO HISTORY MUSEUM 1601 N CLARK ST CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	109
CHICAGO HOUSE 1925 N CLYBOURN AVE STE 401 CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,500
CHICAGO HUMAN RHYTHM PROJECT 410 S MICHIGAN AVE CHICAGO,IL 60605	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
CHICAGO LIGHTHOUSE 1850 WROOSEVELT RD CHICAGO,IL 60608	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
CHRISTIAN & MISSIONARY ALLIANCE 8595 EXPLORER DR COLORADO SPRINGS,CO 80920	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
CHRISTOPHER HOUSE 5235 WBELDEN AVE CHICAGO,IL 60639	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,100
COUNCIL FOR JEWISH ELDERLY 3003 WTOUHY AVE CHICAGO,IL 60645	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
Total  3a				665,391

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DELTA INSTITUTE 35 E WACKER DR STE 1200 CHICAGO,IL 60601	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE NEWYORK,NY 10001	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
DR MARTIN LUTHER KING BOYS & GIRLS CLUB 2950 W WASHINGTON ST CHICAGO,IL 60612	NONE		EXEMPT PURPOSE OF ORGANIZATION	25,000
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEWYORK,NY 10010	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
EPIC ACADEMY 8255 S HOUSTON AVE CHICAGO,IL 60617	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
ERIKSON INSTITUTE 451 N LASALLE CHICAGO,IL 60654	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
FAMILY INSTITUTE 200 LINCOLN ST BOSTON,MA 02111	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
FCHN PROGRAM 1234 W 59TH ST CHICAGO,IL 60636	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
FINCA 1201 15TH ST NW 8TH FLOOR WASHINGTON,DC 20005	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
FOOD ALLERGY RESEARCH & EDUCATION 7925 JONES BRANCH DR STE 1100 MCLEAN,VA 22102	NONE		EXEMPT PURPOSE OF ORGANIZATION	3,120
FRANCIS PARKER SCHOOL 49 ANTIETAM ST DEVENS,MA 01434	NONE		EXEMPT PURPOSE OF ORGANIZATION	25,347
FRIENDS OF THE SMITHSONIAN S DILLON RIPLEY CTR STE 3150 WASHINGTON,DC 20013	NONE		EXEMPT PURPOSE OF ORGANIZATION	90
FRIENDS OF UNITED HATZALAH 208 E 51ST ST STE 303 NEWYORK,NY 10022	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
GIRF 70 E LAKE ST SUITE 1015 CHICAGO,IL 60601	NONE		EXEMPT PURPOSE OF ORGANIZATION	400
GREATER CHICAGO FOOD DEPOSITORY 4100 WANN LURIE PLACE CHICAGO,IL 60632	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
Total				665,391

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GROWING HOME 2732 N CLARK ST SUITE 310 CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
GUARDIAN ANGEL 168 N OTTAWA ST JOLIET,IL 60432	NONE		EXEMPT PURPOSE OF ORGANIZATION	50
HABITAT FOR HUMANITY 2201 S HALSTED ST SUITE 1251 CHICAGO,IL 60608	NONE		EXEMPT PURPOSE OF ORGANIZATION	200
HADASSAH 50 W 58TH ST NEW YORK,NY 10019	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
HEIFER INTL 1 WORLD AVE LITTLE ROCK,AR 72202	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
HELPING HANDS INCENTIVES (NOW HELPING HANDS PARTNERS) 641 W WILLOW UNIT 138 CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	490,000
HIAS 216 W JACKSON BLVD 700 CHICAGO,IL 60606	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
HIGH JUMP 59 W NORTH BLVD CHICAGO,IL 60610	NONE		EXEMPT PURPOSE OF ORGANIZATION	5,000
HIGHLAND PARK HISTORICAL SOCIETY 326 CENTRAL AVE HIGHLAND PARK,IL 60035	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
HUMAN RIGHTS WATCH 440 N WELLS ST 200 CHICAGO,IL 60654	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
ILLINOIS LEADERSHIP SEMINARS 159 N MARION 184 OAK PARK,IL 60301	NONE		EXEMPT PURPOSE OF ORGANIZATION	200
IMPACT 100 CHICAGO PO BOX 607 PALATINE,IL 60078	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
INSPIRATION CORPORATION 4554 N BROADWAY STE 207 CHICAGO,IL 60640	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
JEWISH COUNCIL ON URBAN AFFAIRS 610 S MICHIGAN STE 400 CHICAGO,IL 60605	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
JEWISH GENEALOGICAL SOCIETY PO BOX 515 NORTHBROOK,IL 60065	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
Total				665,391

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH UNITED FUND 30 S WELLS ST CHICAGO,IL 60606	NONE		EXEMPT PURPOSE OF ORGANIZATION	24,000
JUVENILE DIABETES RESEARCH FOUNDATION 1 N LASALLE ST 1200 CHICAGO,IL 60602	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
LAKEVIEW PANTRY 3831 N BROADWAY ST CHICAGO,IL 60613	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
LINCOLN PARK COMMUNITY SHELTER 600 W FULLERTON PKWY CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
LINCOLN PARK ZOO 2001 N CLARK ST CHICAGO,IL 60614	NONE		EXEMPT PURPOSE OF ORGANIZATION	72
LITERATURE FOR ALL OF US 2010 DEWEY AVE EVANSTON,IL 60201	NONE		EXEMPT PURPOSE OF ORGANIZATION	200
LUNGEVITY 218 S WABASH STE 540 CHICAGO,IL 60604	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
LURIE CHILDREN'S FOUNDATION 225 E CHICAGO AVE CHICAGO,IL 60611	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,650
MAKE A WISH FOUNDATION 640 N LASALLE ST STE 280 CHICAGO,IL 60654	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
MAOT CHITIM 7366 N LINCOLN AVE STE 301 LINCOLNWOOD,IL 60712	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
MARYVILLE CRISIS CENTER 4015 N OAK PARK AVE CHICAGO,IL 60634	NONE		EXEMPT PURPOSE OF ORGANIZATION	50
MASORTI FOUNDATION 475 RIVERSIDE DR 832 NEW YORK,NY 10115	NONE		EXEMPT PURPOSE OF ORGANIZATION	360
MAZON 110495 SANTA MONICA BLVD STE 100 LOS ANGELES,CA 90025	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
MENOMONEE CLUB 1535 N DAYTON ST CHICAGO,IL 60642	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
MERCADO GLOBAL 33 NASSAU AVE STE 93 BROOKLYN,NY 11222	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
Total			3a	665,391


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NATIONAL COUNCIL OF JEWISH WOMEN 475 RIVERSIDE DRIVE STE 1901 NEW YORK,NY 10115	NONE		EXEMPT PURPOSE OF ORGANIZATION	750
NATIONAL MULTIPLE SCLEROSIS SOCIETY 525 W MONROE ST 900 CHICAGO,IL 60661	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
NATIONAL PARKINSON FOUNDATION 200 SE 1ST ST STE 800 MIAMI,FL 33131	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
NIGHT MINISTRY 4711 N RAVENSWOOD CHICAGO,IL 60640	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
NOW FOUNDATION 1100 H ST NW STE 300 WASHINGTON,DC 20005	NONE		EXEMPT PURPOSE OF ORGANIZATION	200
OXFAM AMERICA 226 CAUSEWAY ST BOSTON,MA 02114	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
PLANNED PARENTHOOD 18 S MICHIGAN AVE 6TH FLOOR CHICAGO,IL 60603	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
PODER LEARNING CENTER 1637 S ALLPORT CHICAGO,IL 60608	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
RESPOND NOW 1439 EMERALD AVE PO BOX 215 CHICAGO HEIGHTS,IL 60612	NONE		EXEMPT PURPOSE OF ORGANIZATION	2,500
SARGENT SHRIVER NATIONAL CENTER 50 E WASHINGTON ST STE 500 CHICAGO,IL 60602	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
SAVE THE CHILDREN 501 KINGS HWY EAST STE 400 FAIRFIELD,CT 06825	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
SHALVA PO BOX 46375 CHICAGO,IL 60646	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,500
SHOMRIM SOCIETY OF ILLINOIS PO BOX 59258 CHICAGO,IL 60659	NONE		EXEMPT PURPOSE OF ORGANIZATION	200
SOUTH SUBURBAN FAMILY SHELTER PO BOX 937 HOMEWOOD,IL 60430	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY,AL 36104	NONE		EXEMPT PURPOSE OF ORGANIZATION	1,000
Total				665,391

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SPECIAL OLYMPICS 1644 N HONORE ST 200 CHICAGO,IL 60622	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
SPERTUS INSTITUTE 610 S MICHIGAN CHICAGO,IL 60605	NONE		EXEMPT PURPOSE OF ORGANIZATION	75
STOP THE TRAFFIK 75 WESTMINSTER BRIDGE RD LONDON,LONDON UK	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
STORYCATCHER THEATRE 544 W OAK ST STE 1005 CHICAGO,IL 60610	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
TEACH FOR AMERICA 60 CANAL ST 3RD FLOOR BOSTON,MA 02114	NONE		EXEMPT PURPOSE OF ORGANIZATION	10,000
THE ARK 6450 N CALIFORNIA AVE CHICAGO,IL 60645	NONE		EXEMPT PURPOSE OF ORGANIZATION	5,000
THE KENNEDY FORUM 1543 N WELLS ST CHICAGO,IL 60610	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
THRESHOLDS 4101 N RAVENSWOOD AVE CHICAGO,IL 60613	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
UNICEF 125 MAIDEN LN NEWYORK,NY 10038	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
UNIVERSITY OF CHICAGO CANCER RESEARCH FOUNDATION 5841 S MARYLAND CHICAGO,IL 60637	NONE		EXEMPT PURPOSE OF ORGANIZATION	500
UNIVERSITY OF ILLINOIS FOUNDATION COLLEGE OF EDUCATION 1305 W GREEN URBANA,IL 61801	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
UNIVERSITY OF ILLINOIS HILLEL 503 E JOHN ST CHAMPAIGN,IL 61820	NONE		EXEMPT PURPOSE OF ORGANIZATION	150
VIETNAM VETERANS OF AMERICA ILLINOIS CHAPTER 4301 MIDLOTHIAN TURNPIKE 1 CRESTWOOD,IL 60445	NONE		EXEMPT PURPOSE OF ORGANIZATION	25
WBEZ 848 GRAND AVE CHICAGO,IL 60611	NONE		EXEMPT PURPOSE OF ORGANIZATION	120
WILDLIFE CONSERVATION NETWORK 209 MISSISSIPPI ST SAN FRANCISCO,CA 94107	NONE		EXEMPT PURPOSE OF ORGANIZATION	250
Total				665,391

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WORLD WILDLIFE FUND 1250 24TH ST NW WASHINGTON,DC 20077	NONE		EXEMPT PURPOSE OF ORGANIZATION	100
WTTW 5400 SAINT LOUIS AVE CHICAGO,IL 60625	NONE		EXEMPT PURPOSE OF ORGANIZATION	150
FROM K-1 PRIVATE EQUITY CORE FUND V 50 S LASALLE STREET CHICAGO,IL 60603	NONE		EXEMPT PURPOSE OF ORGANIZATION	5
Total  3a				665,391

TY 2015 Accounting Fees Schedule

Name: ARKES FAMILY FOUNDATION

EIN: 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,264	2,132		2,132

TY 2015 Investments Corporate Bonds Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN FDS CORE BD FD	444,865	431,862
MFB NORTHERN FDS FIXED INCOME FD	452,672	437,099
MFB NORTHERN FDS ULTRA SHORT FIXED	120,328	119,505
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	356,007	305,217
MFC FLEX SHARES TR IBOXX 3 YR	179,445	174,265
MFO BLACKROCK FDS HIGH YIELD BD	322,355	309,423
MFO DOUBLELINE CORE FIXED INCOME FUND I	649,358	631,334
MFO PIMCO FDS PAC INVT MGMT SER HIGH	0	0

TY 2015 Investments Corporate Stock Schedule

Name: ARKES FAMILY FOUNDATION
EIN: 46-1536842

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	24,614	27,718
ABBOTT LABORATORIES	4,883	4,985
ABBVIE INC.COM	19,554	24,822
ALTRIA GROUP INC	10,784	17,638
ANALOG DEVICES INC	12,731	15,102
AUTOMATIC DATA PROCESSING	7,250	11,014
BAXTER INTL INC	0	0
BB&T CORP	20,392	19,964
BCE INC	0	0
BLACKROCK INC	18,466	22,815
CHEVRON CORP	0	0
CISCO SYSTEMS INC	17,717	21,670
COCA COLA CO	11,985	13,146
CROWN CASTLE INTL CORP	22,104	22,823
EMERSON ELECTRIC CO	21,632	18,032
FASTENAL CO	17,808	17,063
GALLAGHER ARTHUR J & CO	10,694	10,563
GENERAL ELECTRIC CO	14,404	19,562
GENUINE PARTS CO	0	0
HASBRO INC	10,901	13,404
HEALTH CARE REIT INC	0	0
HERSHEY COMPANY	0	0
HOME DEPOT INC	23,855	27,244
JOHNSON & JOHNSON	16,820	20,647
JP MORGAN CHASE & CO	25,012	27,402
KIMBERLY-CLARK CORP	20,154	27,497
KINDER MORGAN INC	0	0
KRAFT FOODS GROUP INC	0	0
LOCKHEED MARTIN CORP	11,505	20,195
LYONDELLBASELL INDUSTRIES	13,907	15,034

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARSH & MCLENNAN CO	0	0
MAXIM INTEGRATED PRODS INC	12,851	14,668
MCDONALDS CORP	0	0
MERCK & CO INC	19,566	21,498
MFB NORTHERN FDS STK INDEX	1,587,434	2,010,142
MFB NORTHERN INTL EQUITY INDEX	1,458,068	1,404,633
MFB NORTHERN MID CAP INDEX	391,640	429,768
MFC VANGUARD FTSE EMERGING MKTS	407,915	320,558
MFO DFA INVT DIMENSIONS GROUP INC EMERGING MKTS	405,366	325,420
MFO DFA SMALL CAP PORTFOLIO	360,127	415,381
MICROSOFT CORP	20,483	33,066
NEXTERA ENERGY INC	20,439	23,375
PRIVATE EQUITY CORE FUND V LP	258,978	301,444
PRIVATE EQUITY CORE FUND VI	23,996	28,700
NOVARTIS AG	0	0
OCCIDENTAL PETROLEUM CORP	22,888	21,703
ONEOK INC	0	0
PAYCHEX INC	24,252	29,936
PEPSICO INC	23,952	25,679
PFIZER INC	24,910	24,436
PHILIP MORRIS INTL	8,614	8,351
PNC FINANCIAL SERVICES GROUP	20,956	22,970
PRICE T ROWE GROUP INC	16,616	14,727
PROCTOR & GAMBLE	0	0
PUBLIC STORAGE	12,460	15,357
QUALCOMM INC	14,424	11,347
SMUCKER JM CO	10,014	10,483
SPECTRA ENERGY CORP	23,972	18,051
TARGET CORP	16,616	14,232
US BANCORP	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VENTAS INC	21,306	20,484
WEC ENERGY GROUP INC	17,788	20,934
WELLTOWER INC	19,971	20,613
WILLIAMS COMPANY	0	0
WISCONSIN ENERGY	0	0

TY 2015 Investments - Other Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MFC FLEX SHARES TR MORNINGSTAR GLOBAL	AT COST	394,957	253,650
MFO DFA INVT DIMENSIONS GROUP INC INTL REAL ESTATE	AT COST	285,957	270,622
MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE	AT COST	283,426	342,624
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REAL RETURN	AT COST	0	0

TY 2015 Legal Fees Schedule

Name: ARKES FAMILY FOUNDATION

EIN: 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	216	108		108

TY 2015 Other Expenses Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHERN TRUST FEES	47,679	47,679		0
IL CHARITY BUREAU	15	0		15
IL SECRETARY OF STATE	10	0		10
OTHER EXPENSES	644	0		0
FROM K-1 PRIVATE EQUITY CORE FUND V LP	46,452	46,452		0
FROM K-1 PRIVATE EQUITY CORE FUND (QP)_VI LP	4,578	4,578		0

TY 2015 Other Income Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NORTHERN TRUST	84	84	84
FROM K-1 PRIVATE EQUITY CORE FUND V LP	772	772	772
FROM K-1 PRIVATE EQUITY CORE FUND (QP) VI LP	31	31	31

TY 2015 Other Increases Schedule

Name: ARKES FAMILY FOUNDATION

EIN: 46-1536842

Description	Amount
RECOVERIES OF AMOUNTS TREATED AS QUALIFYING DISTRIBUTIONS	100

TY 2015 Taxes Schedule

Name: ARKES FAMILY FOUNDATION

EIN: 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	3,880	0		0
FOREIGN TAXES	32	32		0