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Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

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

For calendar year 2015 or tax year beginning OCT 1, 2015, and ending SEP 30, 2016

Name of foundation

IRVIN STERN FOUNDATION

A Employer identification number

36-6047947

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

213 WEST INSTITUTE PLACE

Room/suite

210

B Telephone number

312-321-9402

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

CHICAGO, IL 60610

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

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

\$ 13,909,569.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

1 Contributions, gifts, grants, etc., received

N/A

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

3 Interest on savings and temporary cash investments

28.

28.

STATEMENT 1

4 Dividends and interest from securities

276,775.

276,775.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

1,052,541.

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

b Gross sales price for all assets on line 6a

1,052,541.

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

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

1,329,344.

1,329,344.

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

1,875.

187.

1,688.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3

18,055.

13,541.

4,514.

c Other professional fees

STMT 4

128,945.

101,927.

27,018.

17 Interest

18 Taxes

STMT 5

53,668.

52,802.

0.

19 Depreciation and depletion

1,560.

0.

20 Occupancy

28,848.

2,885.

25,963.

21 Travel, conferences, and meetings

40,617.

4,062.

36,555.

22 Printing and publications

23 Other expenses

STMT 6

11,300.

3,559.

7,741.

24 Total operating and administrative expenses Add lines 13 through 23

284,868.

178,963.

103,479.

25 Contributions, gifts, grants paid

960,000.

960,000.

26 Total expenses and disbursements Add lines 24 and 25

1,244,868.

178,963.

1,063,479.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

84,476.

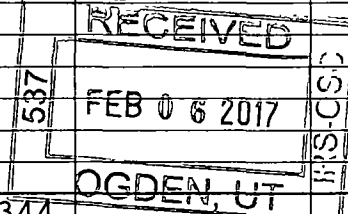
b Net investment income (if negative, enter -0-)

1,150,381.

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

N/A

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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	11,892.	10,343.	10,343.
	2 Savings and temporary cash investments	561,518.	610,114.	610,114.
	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 7	10,147,694.	10,020,478.	11,871,921.
	c Investments - corporate bonds STMT 8	1,178,566.	1,351,046.	1,411,030.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment; basis ▶ 23,266.				
Less accumulated depreciation ▶ 19,367.	5,459.	3,899.	3,899.	
15 Other assets (describe ▶ STATEMENT 9)	8,537.	2,262.	2,262.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,913,666.	11,998,142.	13,909,569.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	11,913,666.	11,998,142.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	11,913,666.	11,998,142.	
31 Total liabilities and net assets/fund balances	11,913,666.	11,998,142.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	11,913,666.
2 Enter amount from Part I, line 27a	2	84,476.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,998,142.
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	11,998,142.

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 FAIRPOINTE CAPITAL LLC - ATTACHMENT C-2	P	VARIOUS	VARIOUS
b FAIRPOINTE CAPITAL LLC - ATTACHMENT C-2	P	VARIOUS	VARIOUS
c HARRIS & ASSOCIATES - ATTACHMENT C-1	P	VARIOUS	VARIOUS
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			21,243.
b			541,707.
c			489,591.
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			21,243.
b			541,707.
c			489,591.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,052,541.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

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

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	991,253.	14,368,813.	.068986
2013	1,023,544.	14,262,249.	.071766
2012	880,962.	12,083,248.	.072908
2011	919,921.	11,107,984.	.082816
2010	965,705.	11,671,267.	.082742

2 Total of line 1, column (d)	2	.379218
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	.075844
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	13,219,994.
5 Multiply line 4 by line 3	5	1,002,657.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,504.
7 Add lines 5 and 6	7	1,014,161.
8 Enter qualifying distributions from Part XII, line 4	8	1,063,479.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	11,504.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	11,504.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	11,504.
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	35,100.	
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	35,100.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	7.	
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	23,589.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 11,520. Refunded <input checked="" type="checkbox"/>	11	12,069.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.IRVINSTERN.ORG</u>	13	X
14 The books are in care of ► <u>GIMBEL ABRAMS + SINGER</u> Telephone no. ► <u>312-782-1010</u> Located at ► <u>10 S. RIVERSIDE PLAZA, CHICAGO, IL</u> ZIP+4 ► <u>60606</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 ► 15 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 ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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. ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 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?	4a	X
	4b	X

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
SEE STATEMENT 10		1,875.	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 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	12,843,890.
b	Average of monthly cash balances	1b	577,424.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,421,314.
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	13,421,314.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	201,320.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,219,994.
6	Minimum investment return. Enter 5% of line 5	6	661,000.

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	661,000.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	11,504.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,504.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	649,496.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	649,496.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	649,496.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,063,479.
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	1,063,479.
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	11,504.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,051,975.

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				649,496.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	401,588.			
b From 2011	386,466.			
c From 2012	294,599.			
d From 2013	351,992.			
e From 2014	319,579.			
f Total of lines 3a through e	1,754,224.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,063,479.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				649,496.
e Remaining amount distributed out of corpus	413,983.			
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	2,168,207.			
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 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	401,588.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	1,766,619.			
10 Analysis of line 9:				
a Excess from 2011	386,466.			
b Excess from 2012	294,599.			
c Excess from 2013	351,992.			
d Excess from 2014	319,579.			
e Excess from 2015	413,983.			

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

(4) Gross investment income

[illegible]

SEE ATTACHMENT D

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT E		PUBLIC CHARITY	GENERAL PURPOSE	960,000.
Total			▶ 3a	960,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|----|
| 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 | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ self-employed

PTIN

STEPHEN F GARLEY

[Signature]

12/01/16

P01359405

Firm's address ► 10 S. RIVERSIDE PLAZA, SUITE 1770
CHICAGO, IL 60606-3710

Firm's EIN ▶ 36-3663184

Phone no. (312) 782-1010

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
VARIOUS	28.	28.	
TOTAL TO PART I, LINE 3	28.	28.	

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
VARIOUS	276,775.	0.	276,775.	276,775.	
TO PART I, LINE 4	276,775.	0.	276,775.	276,775.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	18,055.	13,541.		4,514.
TO FORM 990-PF, PG 1, LN 16B	18,055.	13,541.		4,514.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	101,927.	101,927.		0.
GRANTS ADMINISTRATOR	27,018.	0.		27,018.
TO FORM 990-PF, PG 1, LN 16C	128,945.	101,927.		27,018.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	696.	696.		0.
FEDERAL EXCISE TAX	52,972.	52,106.		0.
TO FORM 990-PF, PG 1, LN 18	53,668.	52,802.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	2,275.	1,138.		1,137.
STATE FILING FEES	15.	15.		0.
OUTSIDE SERVICES	1,775.	888.		887.
INSURANCE	1,986.	993.		993.
REPAIRS AND MAINTENANCE	3,099.	310.		2,789.
UTILITIES	2,150.	215.		1,935.
TO FORM 990-PF, PG 1, LN 23	11,300.	3,559.		7,741.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A	10,020,478.	11,871,921.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,020,478.	11,871,921.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT B	1,351,046.	1,411,030.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,351,046.	1,411,030.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SECURITY DEPOSIT	2,262.	2,262.	2,262.
DUE FROM CHARLES SCHWAB	6,275.	0.	0.
TO FORM 990-PF, PART II, LINE 15	8,537.	2,262.	2,262.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STUART EPSTEIN 3 NORTH MAIN STREET EAST HAMPTON, NY 11937	TRUSTEE 0.25	750.	0.	0.
JEFFREY EPSTEIN 25 WEST HUBBARD CHICAGO, IL 60610	TRUSTEE 0.25	0.	0.	0.
KRISTEN BONCHER 106 EAST 85TH STREET APT 1S NEW YORK, NY 10028	TRUSTEE 0.25	0.	0.	0.
HEIDI BONCHER 315 DORSET HEIGHTS SOUTH BURLINGTON, VT 04503	TRUSTEE 0.25	0.	0.	0.
NICHOLAS EPSTEIN 3 NORTH MAIN STREET E HAMPTON, NY 11937	TRUSTEE 0.25	0.	0.	0.
ARTHUR WINTER 1800 SHERMAN AVE. EVANSTON, IL 60201	TRUSTEE 0.25	0.	0.	0.
DOROTHY WINTER 1001 GENTER APT 8G LA JOLLA, CA 90237	TRUSTEE 0.25	0.	0.	0.
SAMANTHA EPSTEIN 326 LESTER AVE. OAKLAND, CA 94606	TRUSTEE 0.25	0.	0.	0.
EMMA WINTER 2003 ORRINGTON EVANSTON, IL 60201	TRUSTEE 0.25	0.	0.	0.
IAN EPSTEIN 150 LAS VEGAS BLVD N #909 LAS VEGAS, NV 89101	TRUSTEE 0.25	0.	0.	0.
MOLLY WINTER 2003 ORRINGTON EVANSTON, IL 60201	TRUSTEE 0.25	1,125.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		1,875.	0.	0.

Shares	Name of Security	Ending Cost	Market Value
3,100	AGCO Corp	158,473	152,892
3,150	Akamai Technologies	131,302	166,919
21,000	Alcoa Inc.	247,841	212,940
3,700	Borg Warner	115,623	130,166
1,250	Bunge Ltd.	84,970	74,038
4,200	Chicago Bridge & Iron	152,386	117,726
600	Cincinnati Financial	23,483	45,252
3,200	Cooper Tire & Rubber	84,103	121,664
3,400	Copa Holdings SA	251,401	298,962
9,000	Cree, Inc.	318,216	231,480
10,400	Devry Inc	244,444	239,824
3,900	Domtar Corporation	163,849	144,807
2,100	Donaldson Company	63,515	78,393
5,000	FMC Corp	237,642	241,700
7,800	FMC Technologies	222,755	231,426
11,000	Gentex Corp	176,711	193,160
55,000	Gerdau SA Spons	221,809	149,600
4,000	Interpublic Group	28,636	89,400
2,800	Itron Inc	105,591	156,128
9,400	Jabil Circuit	143,540	205,108
11,200	Juniper Networks inc	235,566	269,472
800	Lear Corporation	28,756	96,976
9,800	Lions Gate Entertainment	216,391	195,902
5,800	Mattel Incorporated	154,241	175,624
44,000	Mcdermott Intl Inc	267,287	220,440
16,000	New York Times	157,015	191,200
2,900	Northern Trust Corp	136,233	197,171
9,500	Nuance Communications	155,130	137,750
44,000	Office Depot	203,888	157,080
1,500	Quest Diagnostic Inc	82,885	126,945
3,800	Raymond James Finl Inc	168,580	221,198
3,533.5367	Scholastic Corp	108,972	139,080
2,400	Stericycle Inc	223,924	192,336
9,500	Tegna Inc	141,705	207,670
8,500	Teradata Corp	313,728	263,500
16,000	Time Inc	313,846	231,680
10,500	Transocean Inc	266,351	111,930
8,700	Unisys Corp	161,571	84,738
7,000	United States Steel	140,231	132,020
2,000	Varian Medical	100,383	199,060
4,400	Werner Enterprises	87,510	102,388
500	Whirlpool Corp	66,177	81,080
1,400	Aflac	82,370	100,618
475	Alphabet Cl (formly Google)	239,475	381,929
11,900	Applied Materials	147,357	358,785
19,700	Bank of America	333,243	308,305
7,300	Citigroup	352,138	344,779
3,000	Diageo	157,843	348,120
9,100	General Electric	224,245	269,542
1,900	Goldman Sachs	276,651	306,413
10,300	Intel Corp	226,368	388,825
2,100	Jones Lang LaSalle	251,560	238,959
7,000	Microsoft	186,606	403,200
8,200	Oracle Corp	103,140	322,096
8,500	TD Ameritrade	203,910	299,540
5,300	Texas Instruments	164,095	371,954
6,400	TE Connectivity	164,817	412,032
		<u>\$ 10,020,478</u>	<u>\$ 11,871,922</u>

IRVIN STERN FOUNDATION
FEIN 36-6047947
990-PF, PAGE 2, LINE 10C

ATTACHMENT B

Shares	Name of Security	Ending Cost	Market Value
200,000	Partnerre Fin A LLC	\$ 197,368	\$ 217,690
200,000	J.P. Morgan Chase 1.7% 3/1/18	200,048	200,609
200,000	Citigroup 1.7% 4/27/18	199,218	200,217
200,000	William Carter CC17	209,510	209,126
100,000	Woolworth	103,260	118,000
200,000	GS 2.55% 10/23/19	203,544	204,393
200,000	Omicom Group	196,790	214,245
44,000	Yum Brands	41,308	46,750
	Totals	<u>\$ 1,351,046</u>	<u>\$ 1,411,030</u>

ATTACHMENT B

IRVIN STERN FOUNDATION
FEIN 36-6047947
CAPITAL GAINS AND (LOSSES)
HARRIS ASSOCIATES

Date Purch	Date Sold	# of Shares	Security name	Sale of Securities	Cost of Securities	Long term Gain/(Loss)	Short Term Gain/(Loss)
LT-VAR	11/2/2015	1100	AFLAC INC	70,617 93	64,791 43	5,826 50	
LT-VAR	11/2/2015	200	GOOGLE NOW ALPHABET INC	146,795 05	100,831 74	45,963 31	
LT-VAR	11/2/2015	1800	ORACLE CORP	69,652 67	22,640 56	47,012 11	
LT-VAR	11/2/2015	6100	TD AMERITRADE HLDG CORP	204,533 50	146,335 25	58,198 25	
LT-VAR	VAR DEC	34900	GLENCORE PLC ADR	84,158 75	304,317 06	(220,158 31)	
LT-VAR	3/3/2016	200000	MANITOWOC INC SR SUB 8 5%	208,500 00	226,786 00	(18,286 00)	
LT-VAR	5/31/2016	1,900	AFLAC INC	132,436 04	111,879 85	20,556 19	
LT-VAR	5/31/2016	2,100	ILLINOIS TOOL WORKS INC	220,634 91	60,293 73	160,341 18	
LT-VAR	5/31/2016	2,200	INTEL CORP COM	69,076 41	59,461 24	9,615 17	
LT-VAR	6/16/2016	5,100	APPLIED MATERIALS INC	122,902 42	63,153 07	59,749 35	
LT-VAR	6/16/2016	6,200	GENERAL ELECTRIC CO	186,328 17	152,782 59	33,545 58	
LT-VAR	6/16/2016	3,000	TEXAS INSTRUMENTS INC	185,944 34	92,936 10	93,008 24	
LT-VAR	7/11/2016	4,400	BROADRIDGE FINL SOLUTIONS INC	287,422 09	93,202 80	194,219 29	
TOTALS				1,989,002 28	1,499,411 42	489,590 86	

Fairpointe Capital LLC
REALIZED GAINS AND LOSSES
Irvin Stern Foundation
J. Epstein, S. Epstein, A. Winter TTEE
From 10-01-15 Through 09-30-16

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-31-2009	10-13-2015	700	Gannett Co Inc	2,464	10,703		8,239
06-22-2011	10-13-2015	400	Gannett Co Inc	1,408	6,116		4,708
10-17-2011	10-13-2015	400	Gannett Co Inc	1,408	6,116		4,708
06-15-2012	10-13-2015	750	Gannett Co Inc	2,640	11,467		8,827
06-21-2012	10-13-2015	250	Gannett Co Inc	880	3,822		2,942
07-02-2015	10-13-2015	1,500	Gannett Co Inc	18,591	22,934	4,343	
06-28-2012	10-14-2015	500	NVIDIA Corp	6,628	13,700		7,072
12-21-2012	10-14-2015	1,000	NVIDIA Corp	12,339	27,400		15,061
10-10-2013	11-12-2015	200	Citrx Systems	11,752	16,411		4,659
01-23-2013	11-12-2015	500	NVIDIA Corp	6,012	15,276		9,263
10-28-2010	11-17-2015	300	Nuance Communications	4,737	5,920		1,183
11-16-2010	11-17-2015	500	Nuance Communications	8,138	9,867		1,729
03-28-2011	11-17-2015	400	Nuance Communications	7,257	7,894		637
10-31-2012	11-17-2015	300	Nuance Communications	6,657	5,920		-737
07-25-2006	11-23-2015	500	Interpublic Group	4,021	11,685		7,664
11-01-2007	11-23-2015	100	Interpublic Group	968	2,337		1,369
05-14-2008	11-23-2015	500	Jabil Circuit	46,425.27	12,687		30,447.76
02-25-2009	11-23-2015	500	Jabil Circuit	46,425.27	12,687		30,447.76
10-31-2012	11-23-2015	100	Nuance Communications	2,219	2,019		-200
11-09-2012	11-23-2015	500	Nuance Communications	10,608	10,095		-513
04-30-2013	11-23-2015	200	Nuance Communications	3,841	4,038		197
01-23-2013	11-23-2015	500	NVIDIA Corp	6,012	15,551		9,538
05-10-2013	11-23-2015	500	Juniper Networks	8,620	15,294		6,674
04-25-2014	11-23-2015	500	Owens Corning	20,631	24,039		3,408
04-30-2013	12-21-2015	400	Nuance Communications	7,682	8,039		357
05-10-2013	12-21-2015	800	Nuance Communications	15,196	16,077		881
04-25-2014	12-22-2015	500	Owens Corning	20,631	23,102		2,471
03-12-2014	12-22-2015	300	Quest Diagnostics	16,172	21,306		5,135
11-01-2007	12-29-2015	600	Interpublic Group	5,809	14,115		8,306
01-23-2013	12-29-2015	500	NVIDIA Corp	6,012	16,771		10,758
07-18-2012	12-29-2015	200	Lear Corp	7,608	25,061		17,453
11-12-2013	01-28-2016	500	Citrx Systems	30,393	35,917		5,524
02-21-2014	02-03-2016	2,000	Mattel	70,758	63,042		-7,716
04-25-2014	02-04-2016	500	Owens Corning	20,631	22,441		1,810
04-29-2014	02-04-2016	400	Owens Corning	16,344	17,953		1,609
05-14-2014	02-04-2016	800	Owens Corning	31,596	35,906		4,309
02-21-2014	02-08-2016	200	Mattel	7,076	6,327		-749
04-17-2014	02-08-2016	800	Mattel	30,186	25,309		-4,876
08-21-2009	02-11-2016	300	Cincinnati Financial	7,493	18,171		10,677
01-27-2014	02-23-2016	1,000	Cooper Tire & Rubber Co	22,851	39,173		16,322
04-17-2014	03-08-2016	1,000	Mattel	37,732	32,894		-4,838
04-01-2011	03-08-2016	400	Itron Inc	22,057	16,581		-5,476
04-19-2011	03-08-2016	400	Itron Inc	21,448	16,581		-4,867
06-22-2011	03-08-2016	200	Itron Inc	9,662	8,290		-1,371
04-02-2009	03-10-2016	9	Xylem	272.01	341		78.99
05-18-2009	03-10-2016	200	Xylem	53,780.10	7,586		22,579.90
02-23-2012	03-10-2016	1,091	Xylem	29,337.56	41,380		12,042.44
11-12-2013	03-10-2016	100	Citrx Systems	6,079	7,588		1,509
02-19-2014	03-10-2016	500	Citrx Systems	28,696	37,940		9,244
05-29-2014	03-10-2016	400	Citrx Systems	24,531	30,352		5,820
04-27-2012	03-11-2016	1,000	Finisar	16,448	16,083		-365
05-03-2012	03-11-2016	2,000	Finisar	31,927	32,167		240
10-31-2012	03-11-2016	1,000	Finisar	11,509	16,083		4,574
05-10-2013	03-11-2016	1,000	Finisar	12,945	16,083		3,138

Fairpointe Capital LLC
REALIZED GAINS AND LOSSES
Irvin Stern Foundation
J. Epstein, S. Epstein, A. Winter TTEE
From 10-01-15 Through 09-30-16

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
09-17-2014	03-11-2016	500	Finisar	9,356	8,042		-1,314
02-28-2012	03-24-2016	1,000	Xylem	26,350.52	39,563		12,712.58
10-31-2012	03-24-2016	500	Xylem	13,565.28	19,782		6,216.72
05-10-2013	03-24-2016	1,000	Xylem	26,850.52	39,563		12,712.48
08-01-2013	03-24-2016	1,000	Xylem	26,850.52	39,563		12,712.48
06-13-2014	03-29-2016	2,000	Staples, Inc	22,000	21,638		-362
12-11-2015	03-29-2016	3,000	Staples, Inc	28,726	32,457	3,731	
12-11-2015	03-30-2016	4,000	Staples, Inc	38,301	44,250	5,949	
05-14-2014	04-12-2016	300	Owens Corning	11,849	14,760		2,911
06-20-2014	04-12-2016	1,000	Owens Corning	39,160	49,199		10,039
07-24-2014	04-12-2016	700	Owens Corning	24,949	34,439		9,490
02-21-2014	04-18-2016	700	United States Steel Corp	17,354	13,645		-3,709
03-14-2014	04-18-2016	500	United States Steel Corp	12,057	9,746		-2,311
04-29-2014	04-18-2016	500	United States Steel Corp	13,158	9,746		-3,411
06-13-2014	04-18-2016	800	United States Steel Corp	19,068	15,594		-3,473
07-25-2013	04-20-2016	400	AGCO Corporation	21,950	21,153		-797
08-13-2013	04-20-2016	700	AGCO Corporation	40,286	37,018		-3,267
11-12-2013	04-20-2016	100	AGCO Corporation	5,786	5,288		-498
07-17-2014	04-20-2016	500	Mattel	18,338	16,844		-1,495
07-21-2014	04-20-2016	700	Mattel	24,865	23,581		-1,284
06-13-2014	04-20-2016	400	United States Steel Corp	9,534	8,114		-1,419
01-14-2015	04-20-2016	1,600	United States Steel Corp	34,906	32,458		-2,449
06-26-2009	04-21-2016	700	Interpublic Group	3,678	16,358		12,681
11-12-2013	04-26-2016	300	AGCO Corporation	17,358	15,916		-1,441
02-06-2013	04-26-2016	1,500	NVIDIA Corp	18,514	54,921		36,408
08-21-2009	04-26-2016	50	Cincinnati Financial	1,249	3,240		1,991
09-11-2009	04-26-2016	250	Cincinnati Financial	6,379	16,200		9,821
06-26-2009	05-13-2016	1,000	Interpublic Group	5,254	23,816		18,562
06-26-2009	05-25-2016	300	Interpublic Group	1,576	7,047		5,471
06-30-2009	05-25-2016	700	Interpublic Group	3,460	16,444		12,984
02-06-2013	06-01-2016	500	NVIDIA Corp	6,171	23,404		17,232
09-14-2015	06-02-2016	500	Donaldson Inc	15,147	17,857	2,709	
06-22-2011	06-02-2016	500	Itron Inc	24,155	22,223		-1,931
04-10-2013	06-13-2016	500	NVIDIA Corp	6,425	23,766		17,341
03-12-2014	06-30-2016	300	Quest Diagnostics	16,172	24,271		8,099
07-15-2011	06-30-2016	450	Akamai Technologies	13,310	24,952		11,642
09-11-2009	07-19-2016	150	Cincinnati Financial	3,827	11,281		7,454
10-28-2010	07-19-2016	200	Cincinnati Financial	5,949	15,041		9,093
01-25-2011	07-19-2016	150	Cincinnati Financial	4,839	11,281		6,442
09-14-2015	07-19-2016	700	Donaldson Inc	21,206	24,757	3,551	
09-17-2015	07-19-2016	200	Donaldson Inc	6,113	7,073	960	
07-25-2006	07-19-2016	100	Eaton Vance	2,112.38	3,726		1,313.62
09-29-2006	07-19-2016	700	Eaton Vance	20,258	26,079		5,821
05-20-2009	07-19-2016	200	Eaton Vance	5,101	7,451		2,350
01-14-2015	07-27-2016	600	United States Steel Corp	13,090	15,274		2,184
01-15-2015	07-27-2016	400	United States Steel Corp	8,943	10,183		1,240
05-20-2009	08-05-2016	300	Eaton Vance	7,651	11,516		3,864
10-06-2010	08-05-2016	200	Eaton Vance	5,933	7,677		1,744
01-27-2011	08-05-2016	200	Eaton Vance	6,203	7,677		1,474
06-22-2011	08-05-2016	300	Eaton Vance	8,946	11,516		2,570
01-15-2015	08-05-2016	700	United States Steel Corp	15,651	18,485		2,835
04-10-2013	08-05-2016	800	NVIDIA Corp	10,280	46,473		36,193
04-10-2013	08-25-2016	700	NVIDIA Corp	8,995	43,075		34,080
03-12-2014	08-25-2016	400	Quest Diagnostics	21,562	33,236		11,674

Fairpointe Capital LLC
REALIZED GAINS AND LOSSES
Irvin Stern Foundation
J. Epstein, S. Epstein, A. Winter TTEE
From 10-01-15 Through 09-30-16

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-11-2009	08-29-2016	1,000	New York Times	7,878	12,982		5,104
04-17-2015	09-08-2016	500	Copa Holdings	53,120	42,586		-10,535
06-22-2011	09-08-2016	100	Itron Inc	4,831	5,405		574
01-31-2012	09-08-2016	300	Itron Inc	11,669	16,214		4,545
04-26-2012	09-08-2016	200	Itron Inc	8,293	10,809		2,516
05-17-2012	09-08-2016	100	Itron Inc	3,446	5,405		1,959
08-27-2013	09-15-2016	300	Raymond James Financial	12,439	17,223		4,783
08-28-2007	09-15-2016	200	Varian Medical Systems	8,281	19,249		10,968
04-17-2015	09-15-2016	300	Copa Holdings	31,872	26,722		-5,150

TOTAL GAINS
TOTAL LOSSES

TOTAL REALIZED GAIN/LOSS

167,492 323,892 2,1043 541,707

IRVIN STERN FOUNDATION

A private charitable trust

Letter of Inquiry

Organizations meeting the Guidelines of the Irvin Stern Foundation are invited to submit a Letter of Inquiry that includes the following information:

Organization name and overview

A brief statement of the organization's activities, history and tax-exempt status

Contact information including the submitting official's name, title, mailing address, e-mail address, and telephone and fax numbers

Grant purpose, including whether the grant is for annual operating support or a proposed project, and the major issues and problems to be addressed

Grant amount requested from the Foundation

Budget for the organization and the proposed project

The Irvin Stern Foundation will review and respond to your organization's letter of inquiry promptly. If the Trustees wish to consider your proposal for funding, your organization will be invited to submit a full application and supporting materials. The Trustees of the Irvin Stern Foundation meet twice yearly, in the spring and fall.

On-line submissions of grant inquiry letters are strongly encouraged. Please visit the Irvin Stern Foundation website at www.irvinstern.org for more information.

Organizations may also submit a brief one to two-page Letter of Inquiry including the above information via snail mail at:

The Irvin Stern Foundation
213 WEST INSTITUTE PLACE # 210
CHICAGO, IL 60610

ATTACHMENT D

IRVIN STERN FOUNDATION

A private charitable trust.

Grant Guidelines

The Irvin Stern Foundation makes grants to tax-exempt organizations in the areas of human services, civic affairs, and Jewish life. Priority is given to projects serving communities in metropolitan Chicago and New York within the following areas of emphasis:

Human Services Aiding the underserved, poor, and disadvantaged via innovative programs in social services, physical and mental health outreach, literacy, and vocational training.

Civic Affairs Helping to improve the quality of life in urban communities through grass roots and neighborhood organizations.

Jewish Life Enhancing Jewish community, education and spirituality.

The Irvin Stern Foundation does not contribute to endowments, capital campaigns, capital construction projects, and academic or medical research programs.

Organizations meeting the Guidelines of the Irvin Stern Foundation are invited to submit a Letter of Inquiry either on-line at the Irvin Stern Foundation website or via the US mail.

IRVIN STERN FOUNDATION

A private charitable trust.

GRANT REQUEST SUMMARY

Name of Organization: _____

Address: _____

City: _____ State: _____ Zip: _____

Phone: _____ Fax Phone: _____

Name of Director or Contact Person: _____

Their Position or Title: _____

Briefly Describe Your Organization's Goals: _____

Amount Requested: _____ For the Period From: _____ To: _____

For What Program or Purpose? _____

What is your Organization's Total Operating Budget For the Current Year? _____

Please list last year's contributions (including the names of specific government agency) in the space provided below:

	Amount		Amount
Fed. Gov't: ()	_____	United Way:	_____
State Gov't: ()	_____	Jewish Federation:	_____
Local Gov't: ()	_____	Catholic Charities:	_____
Foundation Gifts:	_____	Individual Gifts:	_____
Earned Income/Fees/Rents:	_____	Legacies/Bequests:	_____
Interest/Dividends:	_____	Other:	_____

Have you received a Grant from the ISF in the past? Yes No If yes, list last 5 years History in spaces below:

Year Received (starting with most recent):	19 _____	Amount: _____
	19 _____	_____
	19 _____	_____
	19 _____	_____
	19 _____	_____

Also, make sure the following information is included with your application: 1) Most recent Financial Statement (audited). 2) current Board of Directors. 3) List of current Foundation Donors and Grants made. 4) IRS 501(c) Letter.

ATTACHMENT D

Irvin Stern Foundation
Form 990-PF Part XV
36-6047947
October 1, 2015 - September 30, 2016

Organization Name	Address	Amount
A Just Harvest	P.O. Box 608033 Chicago IL 60626	\$20,000.00
Access Community Health Network	222 North Canal Street Chicago IL 60606	\$15,000 00
Alliance for Change	P.O. Box 590930 San Francisco, CA 94159	\$5,000 00
Alumni Association of the University of Michigan	200 Fletcher Street Ann Arbor, Michigan, 48109-1007	\$20,000.00
American Friends of the Parents Circle	1425 RXR Plaza, East Tower, 15th Floor Uniondale, NY, 11556	\$12,000.00
Association of Community Employment Progr. Homeless (A C.E)	598 Broadway, 7th Floor New York, NY10012	\$40,000.00
Bay Street Theatre Inc.	P.O. Box 810 Sag Harbor, NY 11963	\$20,000.00
Beth Emet Synagogue	1224 Dempster Ave. Evanston IL 60202	\$5,000.00
Catholic Charities	P.O 17066 Baltimore, MD 21297	\$20,000.00
Common Roots	2 Baldwin Ave South Burlington, VT 05403	\$15,000 00
Cure Violence	1603 west Taylor Chicago, IL 60612	\$25,000.00
Childrens Museum of the East End (CMEE)	P.O. Box 316, 376 Sag Bridge Turnpike Bridgehampton, NY 11932	\$10,000.00
CHIPP	525 N. Wolfe Street, Room 531 Baltimore, MD, 21205	\$15,000.00
Celiac Disease Center at Columbia Medical Center	180 Fort Washington Ave, Suite 934 New York, NY 10032	\$10,000.00
Cyber Civil Right Initiative	1311 Miller Rd., Office G378 Coral Gables, Florida, 33146	\$15,000 00

Eleanor Whitmore Early Childhood Center	2 Gingerbread Lane East Hampton, NY 11937	\$15,000.00
Erie Family Health Center	1701 West Superior, 3rd Floor Chicago, Illinois 60622	\$20,000.00
Evans Scholars Foundation	One Briar Road Golf, IL, 60029	\$10,000.00
Evanston Scholars	1234 Sherman Avenue, Suite 214 Evanston, IL, 60202	\$20,000 00
Family Matters	7731 North Marshfield Chicago, IL60626	\$16,000.00
Fresh Air Fund	633 Third Avenue, 14th Floor New York, NY, 10017	\$10,000.00
Friends of Yad Lad LaKashish/Lifeline for the old	P.O. Box 494 Englewood, NJ, 07631	\$1,500.00
Globe Med	620 Library Place Evanston, Illinois 60208	\$10,000.00
Housing +solutions	4 West 43rd Street, Suite 316 New York, New York, 10036	\$10,000.00
Inner City Computer Stars Foundation	415 N Dearborn, Floor 3 Chicago, Illinois, 60654	\$20,000.00
J Street Education Fund	P.O. Box 66073 Washington DC 20035	\$15,000.00
Jewish Center of the Hamptons	44 Woods Lane East Hampton, NY 11937	\$5,000.00
Jewish Federation of San Diego County	4950 Murphy Canyon San Diego, CA 92123	\$25,000.00
Jewish Federation of St Louis	12 Millstone Campus Drive St. Louis MO 63146	\$10,000.00
Jewish United Fund of Chicago	One South Franklin Chicago, IL 60606	\$120,000.00
Let's Get Ready (LGR)	50 Broadway, Suite 806 New York, NY 10004	\$50,000 00
Milagro Center	695 Auburn Avenue Delray Beach, Florida, 33444	\$10,000 00
National Domestic Workers Alliance	395 Hudson Street, 4th Floord New York, NY 10014	\$15,000 00

Ounce of Prevention Fund	33 West Monroe Suite 2400 Chicago, Illinois 60603	\$10,000.00
Prep for Prep	328 West 71st Street New York, NY 10023	\$5,000.00
Primo	4241 West Washington Blvd. Chicago, IL. 60624	\$10,000.00
Project Most	P.O. Box 1486 East Hampton, NY	\$15,000.00
Solomon Schechter Day School of Las Vegas	10700 Havenwood Lane Las Vegas, NV, 89135	\$10,000.00
Retreat Inc.	13 Goodfriend Drive East Hampton, NY 11937	\$35,000.00
Root & Rebound	1730 Franklin St Oakland, CA 94612	\$15,500.00
Spark Chicago	223 West Jackson Blvd, Suite 520 Chicago, Illinois, 60606	\$10,000.00
Stop Hunger Now	615 Hillsborough Ste. 200 Raleigh, NC, 27603	\$10,000.00
Strive International	240 E 123 St, 3rd floor New York, NY, 10035	\$20,000.00
Temple Beth EL	333 SW 4th AVE Boca Raton, Florida, 33432	\$5,000.00
The ISEF Foundation	135 West 29th Street #303 New York, NY 10001	\$15,000.00
Telluride Association	1735 Washtenaw Ave Ann Arbor, MI 48104	\$10,000.00
The Ark	6450 North California Avenue Chicago, IL 60645	\$15,000.00
Thorn Digital Defenders of Children	1135 3rd Street NE Washington, DC 20002	\$25,000 00
Three Square Food Bank	4190 N. Pecos Road Las Vegas NV 89115	\$25,000.00
The Posse Foundation	14 Wall Street, Suite 8A-60 New York , New York, 10005	\$10,000 00
Tutoring Chicago	2145 N Halsted Chicago, IL, 60614	\$10,000 00

Women in Need

115 West 31st
New York, NY 10001

\$25,000.00

Youth Organizations Umbrella, Inc.

1027 Sherman Ave.
Evanston, IL 60202

\$50,000.00

\$960,000.00