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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 11-01-2015

, and ending 10-31-2016

Name of foundation FRANKEL FAMILY FOUNDATION		A Employer identification number 36-7337220	
Number and street (or P O box number if mail is not delivered to street address) 1700 W IRVING PARK ROAD NO 203		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60613		B Telephone number (see instructions) (847) 494-7916	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 8,259,874		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

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)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	133	133		
	4 Dividends and interest from securities	166,443	166,443		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	108,691			
	b Gross sales price for all assets on line 6a 4,331,898				
	7 Capital gain net income (from Part IV, line 2)		108,691		
	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)	 19,104	19,104		
	12 Total. Add lines 1 through 11	294,371	294,371		
	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).	 655	0		655
	b Accounting fees (attach schedule).	 11,355	10,220		1,135
	c Other professional fees (attach schedule)	 171,420	86,375		85,045
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 2,970	2,955		15
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).				
	24 Total operating and administrative expenses. Add lines 13 through 23	186,400	99,550		86,850
	25 Contributions, gifts, grants paid	1,046,000			1,046,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,232,400	99,550		1,132,850
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-938,029			
	b Net investment income (if negative, enter -0-)		194,821		
	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		29	27	27
	2	Savings and temporary cash investments		628,816	309,447	309,447
	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)		997,128	420,629	421,861
	b	Investments—corporate stock (attach schedule)		4,084,868	4,275,077	4,727,163
	c	Investments—corporate bonds (attach schedule)		1,884,038	1,635,702	1,661,950
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		1,070,067	1,088,040	1,136,064
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
Liabilities	15	Other assets (describe ▶ _____)		5,367	3,362	3,362
	16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)		8,670,313	7,732,284	8,259,874
	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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0	0	
	29	Retained earnings, accumulated income, endowment, or other funds		8,670,313	7,732,284	
	30	Total net assets or fund balances(see instructions)		8,670,313	7,732,284	
	31	Total liabilities and net assets/fund balances(see instructions) . .		8,670,313	7,732,284	

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	8,670,313
2	Enter amount from Part I, line 27a	2	-938,029
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	7,732,284
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	7,732,284

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)
1a	See Additional Data Table			
b				
c				
d				
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 See Additional Data Table			
b			
c			
d			
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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	108,691
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	1,144,664	9,362,287	0 122263
2013	699,082	9,579,542	0 072977
2012	606,519	10,212,747	0 059388
2011	732,285	8,093,687	0 090476
2010	727,779	8,815,466	0 082557

2	Total of line 1, column (d).	2	0 427661
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 085532
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	8,752,483
5	Multiply line 4 by line 3.	5	748,617
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,948
7	Add lines 5 and 6.	7	750,565
8	Enter qualifying distributions from Part XII, line 4.	8	1,132,850

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	1	1,948
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	1,948
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,948
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,530
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	5,530
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,582
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 3,582 Refunded ☐	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?		Yes	No
		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			No
		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	Yes	
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 ► FRANKELFAMILYFOUNDATION.ORG	13	Yes	
14 The books are in care of ► PETER FRANKEL Telephone no ► (773) 360-5412 Located at ► 1700 W IRVING PARK RD SUITE 203 CHICAGO IL ZIP+4 ► 60613			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b			
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? ☐ Yes ☒ 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? ☐ Yes ☒ No				
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<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 **5b**

Organizations relying on a current notice regarding disaster assistance check here. ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** **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 **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
BERNARD FRANKEL 1700 W IRVING PARK ROAD SUITE 203 CHICAGO, IL 60613	TREASURER/DIRECTOR 1 00	0	0	0
MIRIAM FRANKEL 1700 W IRVING PARK ROAD SUITE 203 CHICAGO, IL 60613	VICE PRES/SECRETARY/DIRECTOR 1 00	0	0	0
PETER FRANKEL 1700 W IRVING PARK ROAD SUITE 203 CHICAGO, IL 60613	PRESIDENT/DIRECTOR 5 00	0	0	0
MATTHEW FRANKEL 1700 W IRVING PARK ROAD SUITE 203 CHICAGO, IL 60613	DIRECTOR 1 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**

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
RMB CAPITAL MANAGEMENT LLC 115 S LASALLE ST 34TH FLOOR CHICAGO,IL 60603	INVESTMENT ADVISOR	86,375
STRATEGIC PHILANTHROPY LTD 1700 W IRVING PARK ROAD SUITE 203 CHICAGO,IL 60613	CONSULTING	85,045
Total number of others receiving over \$50,000 for professional services. ▶		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	

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	8,406,964
b	Average of monthly cash balances.	1b	478,806
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,885,770
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	8,885,770
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	133,287
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,752,483
6	Minimum investment return. Enter 5% of line 5.	6	437,624

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	437,624
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	1,948
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,948
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	435,676
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	435,676
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	435,676

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	1,132,850
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	1,132,850
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	1,948
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,130,902

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				435,676
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	612,186			
b From 2011.	732,548			
c From 2012.	606,519			
d From 2013.	229,184			
e From 2014.	683,650			
f Total of lines 3a through e.	2,864,087			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 1,132,850				
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.				435,676
e Remaining amount distributed out of corpus	697,174			
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	3,561,261			
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				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 (see instructions). . .	612,186			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	2,949,075			
10 Analysis of line 9				
a Excess from 2011. . . .	732,548			
b Excess from 2012. . . .	606,519			
c Excess from 2013. . . .	229,184			
d Excess from 2014. . . .	683,650			
e Excess from 2015. . . .	697,174			

Part XIV 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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(1)(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))

See Additional Data Table

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	1,046,000
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	133	
4 Dividends and interest from securities.			14	166,443	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	19,104	
8 Gain or (loss) from sales of assets other than inventory			18	108,691	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		294,371	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		294,371

[illegible]

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

(1) Cash.

(2) Other assets.

b Other transactions

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization.

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

(6) Performance of services or membership or fundraising solicitations.

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

*****	2017-06-01	*****
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below

(see instr.)? ☒ Yes ☐ No

**Paid
Preparer
Use
Only**

Print/Type preparer's name JAMES HAMILTON	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01065919
Firm's name ☐ WEISS & COMPANY LLP			Firm's EIN ☐ 36-2663249	
Firm's address ☐ 2700 PATRIOT BOULEVARD-SUITE 400 GLENVIEW, IL 60026			Phone no (847) 441-8800	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(d) Date sold (mo , day, yr)
RMB 649-459810 - DETAILS UPON REQUEST			
RMB 649-459879 - DETAILS UPON REQUEST			
RMB 649-459984 - DETAILS UPON REQUEST			
RMB 649-460010 - DETAILS UPON REQUEST			
RMB 656-179390 - DETAILS UPON REQUEST			
RMB 676-065642 - DETAILS UPON REQUEST			
RMB 649-459810 - DETAILS UPON REQUEST			
RMB 649-459879 - DETAILS UPON REQUEST			
RMB 649-459984 - DETAILS UPON REQUEST			
RMB 649-460010 - DETAILS UPON REQUEST			

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
353,119		354,617	-1,498
593,319		483,095	110,224
577,905		609,638	-31,733
928,008		918,315	9,693
161,228		145,565	15,663
375,123		372,373	2,750
93,948		109,798	-15,850
169,501		181,914	-12,413
328,985		325,734	3,251
349,050		339,680	9,370

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,498
			110,224
			-31,733
			9,693
			15,663
			2,750
			-15,850
			-12,413
			3,251
			9,370

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(d) Date sold (mo , day, yr)
RMB 656-179390 - DETAILS UPON REQUEST			
RMB 676-065642 - DETAILS UPON REQUEST			
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
70,650		73,208	-2,558
326,176		309,270	16,906
4,886			4,886

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-2,558
			16,906
			4,886

Form 990PF Part XV Line 1a - 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).

BERNARD FRANKEL
PETER FRANKEL
MATTHEW FRANKEL

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>				
350ORG 20 JAY STREET SUITE 1010 BROOKLYN,NY 11201	N/A	501 (C) (3)	UNRESTRICTED	40,000
ALLIANCE FOR MIDDLE EAST PEACE 3534 N LAKESHORE DRIVE APT 7C CHICAGO,IL 60657	N/A	501 (C) (3)	UNRESTRICTED	45,000
ANTI-DEFAMATION LEAGUE 605 THIRD AVE NEW YORK,NY 10158	N/A	501 (C) (3)	RESTRICTED	5,000
ART WORKS PROJECT FOR HUMAN RIGHTS 1074 W TAYLOR STREET STE 113 CHICAGO,IL 60607	N/A	501 (C) (3)	UNRESTRICTED	5,000
BIG BROTHERSBIG SISTERS OF YAVAPAI COUNTY 3208 LAKESIDE VILLAGE DR PRESCOTT,AZ 86301	N/A	501 (C) (3)	UNRESTRICTED	12,000
Total ▶ 3a				1,046,000

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				
BOYS HOPE GIRLS HOPE OF ILLINOIS 1100 NORTH LARAMIE AVENUE WILMETTE,IL 60091	N/A	501 (C) (3)	UNRESTRICTED	5,000
BULLETIN OF ATOMIC SCIENTISTS PO BOX 422 HOPEDALE,IL 61747	N/A	501 (C) (3)	UNRESTRICTED	5,000
CENTER FOR BIOLOGICAL DIVERSITY PO BOX 710 TUCSON,AZ 85702	N/A	501 (C) (3)	UNRESTRICTED	120,000
CHELONIAN RESEARCH FOUNDATION 168 GOODRICH LUNENBURG,MA 01462	N/A	501 (C) (3)	UNRESTRICTED	15,000
CHICAGO COUNCIL ON GLOBAL AFFAIRS 180 N STETSON AVE SUITE 1400 CHICAGO,IL 60601	N/A	501 (C) (3)	10,000 RESTRICTED / 5,000 UNRESTRICTED	15,000
Total ▶ 3a				1,046,000

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				
CHICAGO HOUSE 1925 NORTH CLYBOURNE STREET SUITE 401 CHICAGO,IL 60614	N/A	501 (C) (3)	UNRESTRICTED	3,000
CHICAGO PUBLIC MEDIA 848 E GRAND AVENUE CHICAGO,IL 60611	N/A	501 (C) (3)	UNRESTRICTED	2,000
CHICAGO SHAKESPEARE THEATER 800 E GRAND AVENUE CHICAGO,IL 60611	N/A	501 (C) (3)	UNRESTRICTED	7,000
CHILDCARE NETWORK OF EVANSTON 1335 DODGE EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	5,000
CONNECTIONS FOR THE HOMELESS INC 2010 DEWEY AVE EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	10,000
Total ▶ 3a				1,046,000

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>				
CREATE 44 W BROADWAY SUITE 214 EUGENE,OR 97401	N/A	501 (C) (3)	UNRESTRICTED	10,000
CREIGHTON UNIVERSITY SCHOOL OF NURSING 2500 CALIFORNIA PLACE OMAHA,NE 88178	N/A	501 (C) (3)	UNRESTRICTED	3,000
CURE VIOLENCE 11150 FAIRFAX BLVD SUITE 408 FAIRFAX,VA 22030	N/A	501 (C) (3)	RESTRICTED	5,000
DAJAE COLEMAN FOUNDATION 1904 GREEN BAY ROAD EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	2,000
DZI FOUNDATION PO BOX 632 RIDGWAY,CO 81432	N/A	501 (C) (3)	UNRESTRICTED	5,000
Total ▶ 3a				1,046,000

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>				
ENVIRONMENTAL LAW AND POLICY CENTER 35 EAST WACKER DR SUITE 1600 CHICAGO,IL 60601	N/A	501 (C) (3)	UNRESTRICTED	5,000
ERIE HEALTH CENTER 1701 W SUPERIOR ST 3RD FLOOR CHICAGO,IL 60622	N/A	501 (C) (3)	UNRESTRICTED	15,000
EVANSTON SCHOLARS ONE BRIAR ROAD GOLF,IL 600290301	N/A	501 (C) (3)	UNRESTRICTED	25,000
EVERYTOWN FOR GUN SAFETY SUPPORT FUND PO BOX 3886 NEW YORK,NY 10017	N/A	501 (C) (3)	UNRESTRICTED	5,000
FAMILY PROMISE CHICAGO NORTH SHORE 1417 HINMAN AVE EVANSTON,IL 60202	N/A	501 (C) (3)	UNRESTRICTED	1,000
Total ▶ 3a				1,046,000

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>				
GALAPAGOS CONSERVANCY 11150 FAIRFAX BLVD STE 408 FAIRFAX,VA 22030	N/A	501 (C) (3)	UNRESTRICTED	5,000
GLOBAL HEALTH COMMITTEE CAMBODIAN HEALTH COMMITTEE C/O IDI INSTITUTE WARREN ALPERT BUILDING 200 LONGWOOD AVENUE BOSTON,MA 02115	N/A	501 (C) (3)	UNRESTRICTED	10,000
GRACIA 1341 W FULLERTON SUITE 2013 CHICAGO,IL 60654	N/A	501 (C) (3)	RESTRICTED	5,000
HAMILTON COLLEGE 198 COLLEGE HILL ROAD CLINTON,NY 13323	N/A	501 (C) (3)	UNRESTRICTED	5,000
HAND IN HAND PO BOX 80102 PORTLAND,OR 97280	N/A	501 (C) (3)	UNRESTRICTED	55,000
Total ▶ 3a				1,046,000

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>				
HANDS OF PEACE 1000 ELM ST GLENVIEW,IL 60025	N/A	501 (C) (3)	UNRESTRICTED	5,000
HEARTLAND ALLIANCE INTERNATIONAL 208 S LASALLE ST SUITE 1300 CHICAGO,IL 60608	N/A	501 (C) (3)	RESTRICTED	65,000
HERITAGE PARK ZOO 1403 HERITAGE PARK RD PRESCOTT,AZ 86301	N/A	501 (C) (3)	UNRESTRICTED	20,000
HESHIMA KENYA PO BOX 408077 CHICAGO,IL 60640	N/A	501 (C) (3)	UNRESTRICTED	5,000
HIAS INC 333 SEVENTH AVE 16TH FLOOR NEW YORK,NY 10001	N/A	501 (C) (3)	\$25000 RESTRICTED / \$10,000 UNRESTRICTED	35,000
Total ▶ 3a				1,046,000

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				
HOPEWELL FUNDFULLER PROJECT FOR INTERNATIONAL REPORTING C/O HOPEWELL FUND 1201 CONNECTICUT AVE NW SUITE 300 WASHINGTON,DC 20036	N/A	501 (C) (3)	RESTRICTED	10,000
HUMAN RIGHTS WATCH INC 350 FIFTH AVENUE 34TH FLOOR NEW YORK,NY 10118	N/A	501 (C) (3)	RESTRICTED	15,000
HYDE SCHOOL 616 HIGH STREET BATH,ME 04530	N/A	501 (C) (3)	UNRESTRICTED	10,000
INTERNATIONAL DOCUMENTARY ASSOCIATION 1201 WEST 5TH STREET SUITE M270 LOS ANGELES,CA 90017	N/A	501 (C) (3)	RESTRICTED	6,000
INTERNATIONAL EDUCATION FUNDERS GROUP 740 FRONT STREET SUITE 380 SANTA CRUZ,CA 95060	N/A	501 (C) (3)	UNRESTRICTED	2,000
Total ▶ 3a				1,046,000

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>				
INTERNATIONAL RESCUE COMMITTEE INC INEE 122 EAST 42ND STREET 11TH FLOOR NEW YORK,NY 10168	N/A	501 (C) (3)	RESTRICTED	2,500
JEWISH COMMUNITY FOUNDATION OF GREATER PRESCOTT INC PO BOX 2684 PRESCOTT,AZ 86302	N/A	501 (C) (3)	UNRESTRICTED	10,000
JEWISH RECONSTRUCTIONIST CONGREGATION 303 DODGE AVE EVANSTON,IL 60202	N/A	501 (C) (3)	UNRESTRICTED	20,000
JOFFREY BALLET 10 E RANDOLPH STREET CHICAGO,IL 60601	N/A	501 (C) (3)	UNRESTRICTED	6,000
LITERATURE FOR ALL OF US 2010 DEWEY AVENUE EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	10,000
Total			▶ 3a	1,046,000

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>				
MCGAW YMCA 1000 GROVE ST EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	10,000
MUSICAL OFFERING 743 CUSTER AVE EVANSTON,IL 60202	N/A	501 (C) (3)	UNRESTRICTED	5,000
PARTNERS IN HEALTH 888 COMMONWEALTH STREET THIRD FLOOR BOSTON,MA 02115	N/A	501 (C) (3)	RESTRICTED	5,000
PEACEWORKS FOUNDATION PO BOX 1577-OCS NEW YORK,NY 10113	N/A	501 (C) (3)	UNRESTRICTED	5,000
PLANNED PARENTHOOD ARIZONA INC 5651 NORTH 7TH STREET PHOENIX,AZ 85014	N/A	501 (C) (3)	UNRESTRICTED	5,000
Total ▶ 3a				1,046,000

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>				
RANDOM ACTS A DIVISON OF THE ART DEPARTMENT INC PO BOX 2039 DENVER,NC 28037	N/A	501 (C) (3)	RESTRICTED	5,000
ROYCEMORE SCHOOL 1200 DAVIS EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	6,000
SAINT ATHANASIUS SCHOOL 2510 ASHLAND AVENUE EVANSTON,IL 60201	N/A	501 (C) (3)	RESTRICTED	3,000
SIKKUY 17 HAMESHORERET RACHEL ST JERUSALEM 96348 IS	N/A	501 (C) (3)	RESTRICTED	30,000
STAND (FORMERLY FORESTETHICS) 1 HAIGHT ST SAN FRANCISCO,CA 94102	N/A	501 (C) (3)	UNRESTRICTED	50,000
Total ▶ 3a				1,046,000

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>				
TEAM GIRLS PLAY SPORTS 3636 HILLSIDE PLACE EVANSTON,IL 60201	N/A	501 (C) (3)	UNRESTRICTED	3,000
THE ABRAHAM FUND INITIATIVES 9 EAST 45TH ST 7TH FLOOR NEW YORK,NY 10017	N/A	501 (C) (3)	RESTRICTED	30,000
THE GOLDIN INSTITUTE 141 W JACKSON SUITE 327 CHICAGO,IL 60610	N/A	501 (C) (3)	UNRESTRICTED	7,500
TURTLE CONSERVANCY 49 BLEECKER ST STE 601 NEW YORK,NY 10012	N/A	501 (C) (3)	UNRESTRICTED	10,000
TURTLE SURVIVAL ALLIANCE 1989 COLONIAL PARKWAY FORT WORTH,TX 76110	N/A	501 (C) (3)	UNRESTRICTED	5,000
Total			▶ 3a	1,046,000

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>				
UNION OF CONCERNED SCIENTISTS INC TWO BRATTLE SQUARE CAMBRIDGE,MA 02138	N/A	501 (C) (3)	100,000 RESTRICTED / 5,000 UNRESTRICTED	105,000
UNIVERSITY OF MAINE HARKER HALL 1305 WEST GREEN STREET URBANA,IL 61801	N/A	501 (C) (3)	RESTRICTED	5,000
UNIVERSITY OF THE PEOPLE 225 S LAKE AVE SUITE 300 PASADENA,CA 91101	N/A	501 (C) (3)	RESTRICTED	25,000
USA FOR UNHCR 1775 K STREET NW SUITE 580 WASHINGTON,DC 20006	N/A	501 (C) (3)	UNRESTRICTED	10,000
VILLAGE HEALTH WORKS 45 W 36TH STREET 8TH FLOOR NEW YORK,NY 10018	N/A	501 (C) (3)	UNRESTRICTED	10,000
Total ▶ 3a				1,046,000

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>				
WOMEN'S REFUGEE COMMISSION 122 EAST 42ND STREET 11TH FLOOR NEW YORK,NY 10168	N/A	501 (C) (3)	RESTRICTED	5,000
YOUTH OPPORTUNITY UNITED 1027 SHERMAN EVANSTON,IL 60202	N/A	501 (C) (3)	RESTRICTED	35,000
Total ▶ 3a				1,046,000

TY 2015 Accounting Fees Schedule

Name: FRANKEL FAMILY FOUNDATION

EIN: 36-7337220

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	11,355	10,220		1,135

TY 2015 Distribution from Corpus Election

Name: FRANKEL FAMILY FOUNDATION

EIN: 36-7337220

Election: THE FRANKEL FAMILY FOUNDATION HEREBY ELECTS TO TREAT AS A CURRENT DISTRIBUTION OUT OF CORPUS AMOUNTS DISTRIBUTED IN PRIOR YEARS WHICH WERE TREATED AS DISTRIBUTIONS OUT OF CORPUS BUT WERE NOT AVAILABLE FOR ANY OTHER PURPOSE PURSUANT TO REGULATION SECTION 53-4942(A)-3(C)(2)(IV) AND TO DESIGNATE QUALIFYING DISTRIBUTIONS FOR 2013 AS BEING MADE OUT OF CORPUS PURSUANT TO REG. SEC. 53-4942(A)-3(D)(2).

TY 2015 Investments Corporate Bonds Schedule

Name: FRANKEL FAMILY FOUNDATION

EIN: 36-7337220

Name of Bond	End of Year Book Value	End of Year Fair Market Value
RMB 649-460010	1,635,702	1,661,950

TY 2015 Investments Corporate Stock Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RMB 649-459810	737,707	861,742
RMB 649-459879	1,540,634	1,810,212
RMB 649-459984	1,148,742	1,156,160
RMB 676-065642	416,543	436,482
RMB 656-179390	431,451	462,567

TY 2015 Investments Government Obligations Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220**US Government Securities - End of
Year Book Value:**

420,629

**US Government Securities - End of
Year Fair Market Value:**

421,861

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2015 Investments - Other Schedule

Name: FRANKEL FAMILY FOUNDATION

EIN: 36-7337220

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RMB 649-462080	AT COST	500,000	539,486
RMB 649-462152	AT COST	588,040	596,578

TY 2015 Legal Fees Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	655	0		655

TY 2015 Other Assets Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND & INTEREST RECEIVABLE	4,352	3,362	3,362
ACCRUED INTEREST PAID	1,015	0	

TY 2015 Other Income Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TWIN LAKE TOTAL RETURN PARTNERS LP	17,973	17,973	17,973
RMB 676065642 - CURRENCY LOSS	1,131	1,131	1,131

TY 2015 Other Professional Fees Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	85,045	0		85,045
RMB CAPITAL MANAGEMENT - INVESTMENT ADVISORY FEES	86,375	86,375		0

TY 2015 Taxes Schedule**Name:** FRANKEL FAMILY FOUNDATION**EIN:** 36-7337220

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IL CHARITY BUREAU FUND	15	0		15
FOREIGN TAX	2,955	2,955		0