

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation BARBARA ANN STEEL CHARITABLE FOUNDATION CO JOEL M FRIEDMAN		A Employer identification number 20-2928424	
Number and street (or P O box number if mail is not delivered to street address) 500 W Madison St		Room/suite	B Telephone number (see instructions) (312) 606-3209
City or town, state or province, country, and ZIP or foreign postal code Chicago, IL 60661		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 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 foundation		E 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) \$ 7,643,290	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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				
	4 Dividends and interest from securities	208,743	208,743	208,743	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	22,141			
	b Gross sales price for all assets on line 6a _____ 29,074				
	7 Capital gain net income (from Part IV, line 2)		22,141		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-2,881	-2,881	-2,881	
	12 Total. Add lines 1 through 11	228,003	228,003	205,862	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	11,993	6,511		5,482
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,509	8,509		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	25	25		
	24 Total operating and administrative expenses. Add lines 13 through 23	20,527	15,045		5,482
	25 Contributions, gifts, grants paid	279,200			279,200
	26 Total expenses and disbursements. Add lines 24 and 25	299,727	15,045		284,682
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-71,724			
	b Net investment income (if negative, enter -0-)		212,958		
c Adjusted net income (if negative, enter -0-)				205,862	

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	89,141	60,511	60,781
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	231,395	187,951	5,882,509
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	☞ 1,700,000	☞ 1,700,000	☞ 1,700,000	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,020,536	1,948,462	7,643,290	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	960,000	☞ 960,000	
	22	Other liabilities (describe ▶ _____)		☞ 1	
	23	Total liabilities (add lines 17 through 22)	960,000	960,001	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,060,536	988,461	
	30	Total net assets or fund balances (see instructions)	1,060,536	988,461	
31	Total liabilities and net assets/fund balances (see instructions) .	2,020,536	1,948,462		

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	1,060,536
2	Enter amount from Part I, line 27a	2	-71,724
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	988,812
5	Decreases not included in line 2 (itemize) ▶ _____	5	351
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	988,461

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)
1 a 385 SHS VISA INC CL A	D	2011-03-14	2016-12-01
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 29,074		6,933	22,141
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			22,141
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	22,141
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))
2015	24,828	5,753,052	0 00432
2014	2,285	421,695	0 00542
2013	980	13,586	0 07213
2012	509	10,020	0 05080
2011	595	10,809	0 05505
2 Total of line 1, column (d)			0 187713
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			0 037543
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			5,794,272
5 Multiply line 4 by line 3			217,534
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,130
7 Add lines 5 and 6			219,664
8 Enter qualifying distributions from Part XII, line 4			284,682

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 ☐ 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	2,130
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,130
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,130
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,500
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	2,500
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	370
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 370 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► JOEL M FRIEDMAN Telephone no ► (312) 606-3209			

Located at **►** 500 W MADISON SUITE 3700 CHICAGO IL ZIP+4 **►** 60661

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 2016, 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		No
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 2016? ☐	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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		No
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 2016 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 2016). ☐	3b		No
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 2016?	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		No
Organizations relying on a current notice regarding disaster assistance check here.	☐ Yes ☒ No			
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		No

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	(e) Expense account, other allowances
JOEL M FRIEDMAN 500 W MADISON SUITE 3700 CHICAGO, IL 60661	President 0 00	0		
KENNETH A GOLDSTEIN 500 W MADISON SUITE 3700 CHICAGO, IL 60661	Ass't Secretary 0 00	0		
ZACHARY P HAFNER 1255 ELMWOOD DEERFIELD, IL 60015	Director 0 00	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	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		

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	5,705,632
b	Average of monthly cash balances.	1b	176,878
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,882,510
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	
3	Subtract line 2 from line 1d.	3	5,882,510
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	88,238
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,794,272
6	Minimum investment return. Enter 5% of line 5.	6	289,714

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	289,714
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,130
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,130
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	287,584
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	287,584
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	287,584

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	284,682
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	284,682
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	2,130
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	282,552

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				287,584
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			278,988	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 284,682				
a Applied to 2015, but not more than line 2a			278,988	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				5,694
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				281,890
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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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 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 <i>Paid during the year</i> SEE ATTACHED LIST SEE ATTACHED LIST VARIOUS, IL 00000	N/A	PC	CHARITABLE	279,200
Total			▶ 3a	279,200
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2016)

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

Print/Type preparer's name Joel M Friedman	Preparer's Signature	Date	Check if self-employed ► ☐	PTIN P01220594
Firm's name ► HORWOOD MARCUS & BERK CHTD				Firm's EIN ►
Firm's address ► 500 W MADISON ST STE 3700 CHICAGO, IL 606614591				Phone no (312) 606-3200

TY 2016 Mortgages and Notes Payable Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Total Mortgage Amount: 960,000

TY 2016 Other Assets Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BASIS DUE TO ASSUMPTION OF DEBT	1,700,000	1,700,000	

TY 2016 Other Decreases Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Description	Amount
FROM K-1- NONDEDUCTIBLE EXPENSES	351

TY 2016 Other Expenses Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	25	25		

TY 2016 Other Income Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1-TRANSCO DISC HOL	-2,881	-2,881	-2,881

TY 2016 Other Liabilities Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Rounding		1

TY 2016 Other Professional Fees Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT COUNSELING	1,028	1,028	0	0
OTHER PROFESSIONAL FEES	10,965	5,483	0	5,482

TY 2016 Taxes Schedule

Name: BARBARA ANN STEEL CHARITABLE FOUNDATION
CO JOEL M FRIEDMAN

EIN: 20-2928424

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	2,500	2,500		
	2,512	2,512		
FROM K-1 TRANSCO- FOREIGN TAXES	3,497	3,497		

Barbara Ann Steel Charitable Foundation

General Ledger

As of December 31, 2016

01/10/17

Date	Num	Name	Memo	Split	Amount
Contributions					
04/15/2016	1023	Shedd Aquarium		Bank of America Checking #9898	2,500.00
05/08/2016	1024	Ocean Conservancy		Bank of America Checking #9898	1,000.00
05/08/2016	1025	National Parks Conservation Associ...		Bank of America Checking #9898	1,500.00
05/08/2016	1026	American Diabetes Association		Bank of America Checking #9898	500.00
05/08/2016	1027	Illinois Holocaust Museum		Bank of America Checking #9898	500.00
05/08/2016	1028	Alliance for the Great Lakes		Bank of America Checking #9898	1,500.00
05/08/2016	1029	St. Jude Children's Research Hospi. .		Bank of America Checking #9898	1,250.00
05/08/2016	1030	Greater Chicago Food Depository		Bank of America Checking #9898	750.00
05/08/2016	1031	American Heart Association		Bank of America Checking #9898	750.00
05/17/2016	1032	Make-A-Wish Illinois	check lost; replaced with 1034	Bank of America Checking #9898	
06/01/2016	1033	Shedd Aquarium		Bank of America Checking #9898	2,000.00
08/28/2016	1034	Make-A-Wish Illinois		Bank of America Checking #9898	1,200.00
09/24/2016	1035	Make-A-Wish Illinois		Bank of America Checking #9898	6,000.00
09/24/2016	1036	Anti-Defamation League		Bank of America Checking #9898	2,500.00
09/24/2016	1038	Illinois Holocaust Museum		Bank of America Checking #9898	500.00
09/24/2016	1039	Greater Chicago Food Depository		Bank of America Checking #9898	2,250.00
09/24/2016	1040	YMCA's of the USA		Bank of America Checking #9898	5,000.00
09/24/2016	1046	Kohl's Children's Museum		Bank of America Checking #9898	1,250.00
09/24/2016	1048	Alliance for the Great Lakes		Bank of America Checking #9898	3,500.00
09/24/2016	1037	Jewish United Fund		Bank of America Checking #9898	2,500.00
09/24/2016	1041	Boys and Girls Clubs of America		Bank of America Checking #9898	3,500.00
09/24/2016	1042	Wikimedia Foundation		Bank of America Checking #9898	4,000.00
09/24/2016	1043	SETI Institute		Bank of America Checking #9898	1,500.00
09/24/2016	1044	Planetary Society		Bank of America Checking #9898	1,500.00
09/24/2016	1045	Museum of Science and Industry		Bank of America Checking #9898	2,500.00
09/24/2016	1047	Sierra Club Foundation		Bank of America Checking #9898	10,000.00
09/24/2016	1049	National Parks Conservation Associ ..		Bank of America Checking #9898	3,500.00
10/11/2016	1050	American Cancer Society		Bank of America Checking #9898	5,000.00
10/11/2016	1051	American Heart Association		Bank of America Checking #9898	10,000.00
11/20/2016	1052	Natural Resources Defense Council		Bank of America Checking #9898	25,000.00
11/20/2016	1053	Shedd Aquarium		Bank of America Checking #9898	5,000.00
11/20/2016	1054	Center for Reproductive Rights		Bank of America Checking #9898	5,000.00
11/20/2016	1055	American Red Cross		Bank of America Checking #9898	15,000.00
11/20/2016	1057	Breast Cancer Research Foundation		Bank of America Checking #9898	5,000.00
11/20/2016	1058	St. Jude Children's Research Hospi ..		Bank of America Checking #9898	7,500.00
11/20/2016	1059	Anti-Defamation League		Bank of America Checking #9898	7,500.00
11/20/2016	1060	Orphans of the Storm		Bank of America Checking #9898	500.00
11/20/2016	1061	ASPCA		Bank of America Checking #9898	2,500.00
11/20/2016	1062	PAWS		Bank of America Checking #9898	1,000.00
11/20/2016	1063	American Diabetes Association		Bank of America Checking #9898	7,500.00
11/20/2016	1064	Alliance for the Great Lakes		Bank of America Checking #9898	2,500.00
11/20/2016	1065	World Wildlife Fund		Bank of America Checking #9898	5,000.00
12/03/2016	1066	Northern Illinois Food Bank		Bank of America Checking #9898	12,500.00
12/03/2016	1067	SOS Children's Villages Illinois		Bank of America Checking #9898	2,500.00
12/03/2016	1068	Boys and Girls Clubs of Lake County		Bank of America Checking #9898	5,000.00
12/03/2016	1069	National Center for Missing and Ex...		Bank of America Checking #9898	2,500.00
12/03/2016	1070	Connections for Abused Women		Bank of America Checking #9898	1,500.00
12/28/2016	1071	Pepperdine Fund		Bank of America Checking #9898	5,000.00
12/28/2016	1072	Locks of Love		Bank of America Checking #9898	1,500.00
12/28/2016	1073	Wikimedia Foundation		Bank of America Checking #9898	4,000.00
12/28/2016	1074	Shedd Aquarium		Bank of America Checking #9898	2,500.00
12/28/2016	1075	Alliance for the Great Lakes		Bank of America Checking #9898	7,500.00
12/28/2016	1076	Friends of the Forest Preserve		Bank of America Checking #9898	5,000.00
12/28/2016	1077	Ocean Conservancy		Bank of America Checking #9898	2,500.00
12/28/2016	1078	National Wildlife Federation		Bank of America Checking #9898	5,500.00
12/28/2016	1079	DePaul University		Bank of America Checking #9898	500.00
12/28/2016	1080	Adler Planetarium		Bank of America Checking #9898	2,500.00
12/28/2016	1081	Museum of Science and Industry		Bank of America Checking #9898	1,250.00
12/28/2016	1082	Simon Wiesenthal Center		Bank of America Checking #9898	4,000.00
12/28/2016	1083	American Heart Association		Bank of America Checking #9898	10,000.00
12/28/2016	1084	American Cancer Society		Bank of America Checking #9898	6,000.00
12/28/2016	1085	CURE Childhood Cancer		Bank of America Checking #9898	4,000.00
12/28/2016	1086	Breast Cancer Research Foundation		Bank of America Checking #9898	1,500.00
12/28/2016	1087	Cara Program		Bank of America Checking #9898	10,000.00
12/28/2016	1088	National Network to End Domestic		Bank of America Checking #9898	2,500.00
12/28/2016	1089	WINGS Program		Bank of America Checking #9898	1,500.00
12/28/2016	1091	Make-A-Wish America		Bank of America Checking #9898	2,500.00
12/28/2016	1092	Infant Welfare Society of Chicago		Bank of America Checking #9898	2,500.00
12/28/2016	1093	YMCA's of the USA		Bank of America Checking #9898	5,500.00
Total Contributions					279,200.00
TOTAL					279,200.00

Adler Planetarium	Advancement Office 1300 South Lake Shore Drive Chicago IL 60605
Alliance for the Great Lakes	150 N Michigan Ave Suite 700 Chicago IL 60601
American Cancer Society	PO Box 22478 Oklahoma City, OK 73123
American Diabetes Association	PO Box 7023 Merrifield, VA 22116-7023
American Heart Association / American Stroke Association	208 S LaSalle St Suite 1500 Chicago IL 60604-1242
American Red Cross	PO Box 37839 Boone Iowa 50037-0839
Anti-Cruelty Society	157 W Grand Avenue Chicago IL 60654
Anti-Defamation League	605 Third Ave New York NY 10158 Attn: Development
ASPCA (American Society for the Prevention of Cruelty to Animals)	ASPCA Gift Processing Center P O Box 96929 Washington, DC 20077-7127
Boys and Girls Club of Lake County	1801 Sheridan Road Suite 202 North Chicago, IL 60064
Boys and Girls Clubs of America	1275 Peachtree St NW Atlanta GA 30309
Breast Cancer Research Foundation	60 E 56th St New York NY 10022
Cancer Research Foundation	PO Box 0493 Chicago, IL 60690-0493
Cara Program	Development Office 237 S DesPlaines Chicago IL 60661
Center for Reproductive Rights	199 Water St New York, NY 10038
Chicago Botanic Garden	1000 Lake Cook Road Glencoe IL 60022-1169
Clinton Foundation	1271 Avenue of the Americas 42nd Floor New York, NY 10020
Connections for Abused Women and Their Children	1116 N Kedzie, 5th Floor Chicago IL 60651 Attn: Development Department
CURE Childhood Cancer	1117 Perimeter Center West Atlanta GA 30338
DePaul University	Office of Development - Gift Processing 1 E Jackson Blvd Chicago, IL 60604
Feeding America	Donation Processing Center P O Box 96729 Washington DC 20077-7746
Friends of the Forest Preserves	542 N Dearborn St Suite 400 Chicago, IL 60605
Friends of the Smithsonian	Contributing Membership Contributing Receipt Center P.O. Box 9016 Pittsfield MA 01202-9951
Greater Chicago Food Depository	4100 W Ann Lurie Place Chicago IL 60632
Illinois Holocaust Museum and Education Center	9603 Woods Drive Skokie, IL 60077
Infant Welfare Society of Chicago	3600 W Fullerton Ave Chicago IL 60647
Jewish United Fund	30 S Wells St Chicago IL 60606
John G. Shedd Aquarium	Membership Department 75 Remittance Drive Suite 3056 Chicago IL 60675-3056
Kohl Children's Museum	2100 Patriot Boulevard Glenview, IL 60026

Lincoln Park Zoo	Membership Department 2001 N. Clark St Chicago, IL 60614-4757
Locks of Love	234 Southern Boulevard West Palm Beach, FL 33405
Make-a-Wish America	Gift Processing Center 4742 North 24th Street, Suite 400 Phoenix, AZ 85016
Make-a-Wish Illinois	640 N LaSalle Drive Suite 280 Chicago, IL 60654
Meals on Wheels America	1550 Crystal Drive, Suite 1004 Arlington, VA 22202
Museum of Science and Industry	5700 S. Lake Shore Drive Chicago, IL 60637
National Center for Missing and Exploited Children	Attn: DEV Charles B. Wang International Childrens Building 699 Prince Street Alexandria, VA 22314-3175
National Network to End Domestic Violence	1400 Sixteenth Street NW Washington, DC 20036
National Parks Conservation Association	P O Box 97202 Washington, DC 20077-7435
National Resources Defense Council	40 W. 20th St New York, NY 10111
National Wildlife Federation	P O. Box 1637 Merrifield, VA 22116-1637
Nature Conservancy	Membership Processing Center P.O. Box 6017 Albert Lea, MN 56007-9823
Northern Illinois Food Bank	273 Dearborn Court Geneva, IL 60134
Ocean Conservancy	1300 19th Street NW, 8th Floor Washington, DC 20036
Orphans of the Storm	PO Box 31 Riverwoods, IL 60015
PAWS Chicago	1997 N Clybourn Avenue Chicago, IL 60614
Pepperdine Fund	Pepperdine University 24255 Pacific Coast Highway Malibu, CA 90263-4579
Planetary Society	60 S. Los Robles Ave Pasadena, CA 91101
SETI Institute	189 Bernardo Ave Suite 200 Mountain View, CA 94043
Sierra Club Foundation	2101 Webster Street Suite 1250 Oakland, CA 94612
Simon Wiesenthal Center	1399 South Roxbury Drive Los Angeles, California 90035
SOS Childrens Villages Illinois	216 W. Jackson Blvd, Suite 925 Chicago, IL 60606
St Jude Children's Research Hospital	501 St Jude Place Memphis, TN 38105
Wikimedia Foundation	PO Box 98204 Washington DC, 20090-8204
Wilderness Society	P.O Box 97231 Washington, DC 20077-7762
WINGS Program, Inc	PO Box 95615 Palatine, IL 60095
World Wildlife Fund	1250 Twenty-Fourth Street, N W P O. Box 97180 Washington, DC 20090-7180
WTTW Channel 11	WTTW 11 - Department 5730 P O. Box 4901 Chicago, IL 60680-9946
YMCA of the USA	101 N Wacker Dr. Chicago, IL 60606