Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: ED UIHLEIN FAMILY FOUNDATION

A Employer identification number: 20-5723621

Number and street (or P O box number if mail is not delivered to street address): 736 N. WESTERN AVENUE

Room/suite: 339

B Telephone number: 847-473-3000

City or town, state or province, country, and ZIP or foreign postal code: LAKE FOREST, IL 60045

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name 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) ▶$ 18,145,764.

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))

	Line		(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	12,575,001.		N/A	
	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	132,817.	132,817.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<20,425.>			STATEMENT 1
	b	Gross sales price for all assets on line 6a 58,590.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	4.	4.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	12,687,397.	132,821.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	3,380.	0.		3,380.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 5	3,049.	1,035.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	34,301.	33,307.		994.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	40,730.	34,342.		4,374.
	25	Contributions, gifts, grants paid	10,312,617.			10,312,617.
	26	**Total expenses and disbursements.** Add lines 24 and 25	10,353,347.	34,342.		10,316,991.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	2,334,050.			
	b	**Net investment income** (if negative, enter -0-)		98,479.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,664,686.	13,049,508.	13,049,508.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	3,997,655.	3,946,882.	5,096,255.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DYE PRESERVE MEMBER)	0.	120,000.	1.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	14,662,341.	17,116,390.	18,145,764.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue		119,999.	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	119,999.	
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 ▶ [X] 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	14,662,341.	16,996,391.	
	30 **Total net assets or fund balances**	14,662,341.	16,996,391.	
	31 **Total liabilities and net assets/fund balances**	14,662,341.	17,116,390.	

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	14,662,341.
2	Enter amount from Part I, line 27a	2	2,334,050.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	16,996,391.
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	16,996,391.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CAPITAL GAIN DISTRIBUTIONS	P		
b	DETAIL AVAILABLE IN TAXPAYER'S FILES	P	VARIOUS	12/31/16
c	DETAIL AVAILABLE IN TAXPAYER'S FILES	P	VARIOUS	12/31/16
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	178.			178.
b	58,379.		71,951.	<13,572.>
c	33.		32.	1.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				178.
b				<13,572.>
c				1.
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	<13,393.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	11,010,224.	8,373,208.	1.314935
2014	10,321,728.	7,193,396.	1.434889
2013	8,412,881.	5,851,484.	1.437735
2012	3,875,312.	5,293,716.	.732059
2011	4,265,593.	5,059,204.	.843135

2 Total of line 1, column (d)	2	5.762753
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	1.152551
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,675,805.
5 Multiply line 4 by line 3	5	8,846,757.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	985.
7 Add lines 5 and 6	7	8,847,742.
8 Enter qualifying distributions from Part XII, line 4	8	10,316,991.

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 ▶ [X] and enter 1% of Part I, line 27b		1	985.
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	985.
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	985.
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 1,600.		
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	1,600.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	615.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 615. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RICHARD UIHLEIN Telephone no. ▶ 847-473-3000

Located at ▶ 736 N WESTERN AVE #339, LAKE FOREST, IL ZIP+4 ▶ 60045

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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)?		1b	X	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 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 ▶ , , ,				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ , , ,				
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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
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		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD E. UIHLEIN 736 N WESTERN AVE #339 LAKE FOREST, IL 60045	DIRECTOR/PRESIDENT 0.00	0.	0.	0.
LUCIA UIHLEIN HIGGINS 736 N WESTERN AVE #339 LAKE FOREST, IL 60045	DIRECTOR/SECRETARY 0.00	0.	0.	0.
FREDERICKA ANNE GOLDENBERG 736 N WESTERN AVE #339 LAKE FOREST, IL 60045	DIRECTOR/TREASURER 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE ED UIHLEIN FOUNDATION IS ORGANIZED AND OPERATED FOR THE SOLE PURPOSE OF MAKING CASH CONTRIBUTIONS TO QUALIFYING PUBLIC CHARITIES. THE FOUNDATION DOES NOT ENGAGE IN ANY	0.
2 OTHER DIRECT CHARITABLE ACTIVITIES.	0.
3	
4	

Part IX-B Summary of Program-Related Investments

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

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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	4,905,259.
b	Average of monthly cash balances	1b	2,887,436.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,792,695.
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	7,792,695.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	116,890.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,675,805.
6	**Minimum investment return.** Enter 5% of line 5	6	383,790.

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	383,790.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 985.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	985.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	382,805.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	382,805.
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	382,805.

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	10,316,991.
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	10,316,991.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	985.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	10,316,006.

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				382,805.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011 4,014,255.				
b From 2012 3,613,144.				
c From 2013 8,122,681.				
d From 2014 9,964,330.				
e From 2015 10,594,712.				
f **Total** of lines 3a through e	36,309,122.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 10,316,991.				
a Applied to 2015, 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 2016 distributable amount				382,805.
e Remaining amount distributed out of corpus	9,934,186.			
5 Excess distributions carryover applied to 2016 (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	46,243,308.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	4,014,255.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	42,229,053.			
10 Analysis of line 9:				
a Excess from 2012 3,613,144.				
b Excess from 2013 8,122,681.				
c Excess from 2014 9,964,330.				
d Excess from 2015 10,594,712.				
e Excess from 2016 9,934,186.				

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation 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).)

RICHARD E. UIHLEIN

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.

NONE

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 e-mail 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 *Paid during the year*				
SEE ATTACHED STATEMENT				10,312,617.
Total			▶ 3a	10,312,617.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a N/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					
4 Dividends and interest from securities			14	132,817.	
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	4.	
8 Gain or (loss) from sales of assets other than inventory			18	<20,425.>	
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.		112,396.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 112,396.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 5/12/17 Title: President

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
REBECCA HARTZEL	[signature]	5/11/17		P00419157

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 555 EAST WELLS STREET, SUITE 1400
MILWAUKEE, WI 53202 — Phone no. 414-271-3000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www irs gov/form990 .

OMB No 1545-0047

2016

Name of the organization	Employer identification number
ED UIHLEIN FAMILY FOUNDATION	20-5723621

Organization type (check one)

Filers of:		**Section:**
Form 990 or 990-EZ	☐	501(c)( ) (enter number) organization
	☐	4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐	527 political organization
Form 990-PF	☒	501(c)(3) exempt private foundation
	☐	4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐	501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year ▶ $ __________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
ED UIHLEIN FAMILY FOUNDATION	20-5723621

Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD UIHLEIN 736 N WESTERN AVE #339 LAKE FOREST, IL 60045	$ 12,575,001.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: ED UIHLEIN FAMILY FOUNDATION

Employer identification number: 20-5723621

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	
		$	
		$	
		$	
		$	
		$	

Name of organization: ED UIHLEIN FAMILY FOUNDATION

Employer identification number: 20-5723621

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Taxpayer: Ed Uihlein Family Foundation
EIN: 20-5723621

NAME	ADDRESS	DATE	AMOUNT
Accuracy in Academia	4350 East West Highway, Bethesda, MD 20814	01/07/2016	3,000.00
Accuracy in Media	4350 East West Highway, Bethesda, MD 20814	01/07/2016	15,000 00
American Enterprise Institute (AEI)	1150 Seventeenth Street, N.W., Washington, D C 20036	01/07/2016	100,000 00
American Majority	P O. Box 87, Purcellville, VA 20134	01/07/2016	125,000 00
Americans for Prosperity Foundation	2111 Wilson Blvd , Suite 350, Arlington, VA 22201	01/07/2016	125,000.00
America's Future Foundation	1513 16th Street NW, Washington, D.C 20036	01/07/2016	15,000 00
Apostle Islands Area Community Fund	P.O. Box 1574, Bayfield, WI 54814	01/07/2016	500 00
Ashbrook Center	401 College Ave, Ashland, OH 44805	01/07/2016	10,000.00
Beacon Academy	622 Davis Street, Evanston, IL 60201	01/07/2016	100,000.00
Better Government Association	223 West Jackson Boulevard, Chicago, IL 60606	01/07/2016	25,000.00
Brett Tashman Foundation, The	1723 Brentwood Avenue, Upland, CA 91784	06/15/2016	10,000.00
C.M Russell Museum	400 13th Street North, Great Falls, MT 59401	06/09/2016	1,000 00
Captain Frederick Pabst Mansion, Inc	2000 West Wisconsin Ave, Milwaukee, WI 53233	01/07/2016	250 00
Center for Competitive Politics	124 West Street South, Ste 201, Alexandria, VA 22314	01/07/2016	100,000 00
Center for Competitive Politics	124 West Street South, Ste 201, Alexandria, VA 22314	06/06/2016	50,000.00
Center for Urban Renewal & Education	1317 F Street NW, Ste 900, Washington, D C 20004	07/18/2016	15,000.00
Chicago Historical Society	1601 North Clark Street, Chicago, IL 60614	01/07/2016	10,000 00
Chicago Hope Academy	2189 W Bowler St., Chicago, IL 60612	01/07/2016	5,000 00
Christ Church of Lake Forest	100 North Waukegan, Lake Forest, IL 60045	01/07/2016	10,000.00
Christ Church of Longboat Key	6400 Gulf of Mexico Drive, Longboat Key, FL 34228	01/07/2016	5,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	01/19/2016	50,000 00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	02/22/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	03/21/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	04/18/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	05/23/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	06/20/2016	50,000 00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	07/18/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	08/23/2016	50,000 00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	09/20/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	10/18/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	11/21/2016	50,000.00
Church of Joy (Sidewalk Sunday School)	2000 Western Avenue, Waukegan, IL 60087	12/19/2016	100,000 00
Clare Boothe Luce Policy Institute	112 Elden Street, Suite P, Herndon, VA 20170	01/07/2016	100,000 00
Classroom, Inc	245 Fifth Avenue, 20th Floor, New York, NY 10016	01/07/2016	5,000 00
Clearbrook	1835 West Central Road, Arlington Heights, IL 60005	01/07/2016	1,000 00
Competitive Enterprise Institute	1310 L Street, NW, 7th Floor, Washington, D.C. 20005	01/07/2016	10,000 00
Cumberland College	6191 College Station Drive, Williamsburg, KY 40769	01/07/2016	3,000 00
Delta Waterfowl Foundation	P.O Box 3128, Bismarck, ND 58502	01/07/2016	1,000.00
Eagle Forum Education & Legal Defense	P.O. Box 618, Alton, IL 62002	01/07/2016	3,500 00
East Moline Christian School	900 46th Avenue, East Moline, IL 61244	01/07/2016	1,000 00
Eisenhower Medical Center	39000 Bob Hope Drive, Rancho Mirage, CA 92270	01/07/2016	1,000 00

Evans Scholars Foundation	One Briar Road, Golf, IL 60029	07/20/2016	10,000.00
Everglades Foundation	18001 Old Cutler Road, Suite 625, Palmetto Bay, FL 33157	01/07/2016	4,000 00
Fellow Mortals	W4632 Palmer Road, Lake Geneva, WI 53147	01/07/2016	25,000.00
Field Museum	1400 South Lake Shore Drive, Chicago, IL 60605	01/07/2016	1,000 00
First Presbyterian Church of Lake Forest	700 North Sheridan Road, Lake Forest, IL 60045	01/07/2016	20,000 00
Foodstock C O.O L	33 N. Waukegan Road, Suite 105, Lake Bluff, IL 60044	01/07/2016	1,500 00
Foundation for Government Accountability	15275 Collier Blvd, Suites 201-279, Naples, FL 34119	01/07/2016	1,200,000 00
Foundation for Teaching Economics	260 Russell Boulevard, Suite B, Davis, CA 95616	01/07/2016	1,000.00
Fund for American Studies, The	1706 New Hampshire Avenue NW, Washington, D C 20009	03/28/2016	5,000.00
Gilder Lehrman Institute of Am History	49 West 45th Street, 6th Floor, New York, NY 10036	01/07/2016	10,000 00
Glenwood School for Boys & Girls	500 West 187th Street, Glenwood, IL 60425	05/25/2016	5,000.00
Great Lakes Adaptive Sports Association	27864 Irma Lee Circle, #101, Lake Forest, IL 60045	01/07/2016	2,000.00
Greenhouse Solutions	P.O. Box 84, Aledo, TX 76008	01/07/2016	100,000 00
Grove City College	100 Campus Drive, Grove City, PA 16127	01/07/2016	25,000 00
Guardian Angels of S.W. Florida	1429 60th Ave West, Suite 200, Bradenton, FL 34207	01/07/2016	10,000.00
Gun Owners Foundation	8001 Forbes Place, Suite 102, Springfield, VA 22151	01/07/2016	25,000.00
High Frontier	500 North Washington Street, Alexandria, VA 22314	01/07/2016	25,000 00
Hillsdale College	33 East College Street, Hillsdale, MI 49242	01/07/2016	30,000 00
Howard Young Foundation	P O Box 470, Woodruff, WI 54568	01/07/2016	130,000 00
I Back Jack Foundation	P O Box 41, Hartland, WI 53029	01/07/2016	5,000 00
Illinois Family Institute	P O Box 88848, Carol Stream, IL 60188	01/07/2016	2,500 00
Illinois Family Institute	P O. Box 88848, Carol Stream, IL 60188	12/28/2016	2,500.00
Illinois Policy Institute	190 S LaSalle Street, Suite 1500, Chicago, IL 60603	01/07/2016	1,500,000 00
Illinois Policy Institute	190 S. LaSalle Street, Suite 1500, Chicago, IL 60603	06/09/2016	542,000.00
Independent Institute, The	100 Swan Way, Oakland, CA 94621	01/07/2016	5,000.00
Inner City Impact	3327 W. Fullerton Ave., Chicago, IL 60647	01/07/2016	50,000 00
Institute for Humane Studies	3434 Washington Blvd , MS 1C5, Arlington, VA 22201	01/07/2016	200,000.00
Institute for Justice	901 N Glebe Road, Suite 900, Arlington, VA 22203	01/07/2016	10,000.00
Institute on the Constitution	8028 Ritchie Hwy, Suite 315, Pasadena, MD 21122	04/22/2016	10,000.00
Intercollegiate Studies Institute	3901 Centerville Road, Wilmington, DE 19807	01/07/2016	150,000.00
International Crane Foundation	E-11376 Shady Lane Road, P.O Box 447, Baraboo, WI 53913	01/07/2016	2,500 00
Jesse Helms Center, The	P O Box 247, Wingate, NC 28174	01/07/2016	5,000 00
Jim Ryun Ministries	P.O. Box 15312, Washington, D C. 20003	01/07/2016	50,000 00
Judicial Watch	425 Third St , SW, Suite 800, Washington, D.C 20024	01/07/2016	10,000 00
Kenosha Civil War Museum	5400 First Avenue, Kenosha, WI 53140	01/07/2016	5,000 00
Kenosha Public Museum	5500 First Avenue, Kenosha, WI 53140	01/07/2016	5,000 00
Kenosha YMCA	7101 53rd Street, Kenosha, WI 53144	01/07/2016	25,000.00
LaCasa Zacharias Center	4275 Old Grand Avenue, Gurnee, IL 60031	01/07/2016	10,000.00
Lake County Community Foundation	114 South Genesee Street, Suite 505, Waukegan, IL 60085	01/07/2016	1,000 00
Lake Forest College	555 North Sheridan Road, Lake Forest, IL 60045	01/07/2016	50,000 00
Lake Forest Northwestern Hospital	660 N Westmoreland Road, Lake Forest, IL 60045	01/07/2016	20,000 00
Lake Forest Symphony	400 East Illinois Road, Lake Forest, IL 60045	01/07/2016	1,000.00
Landmark Legal Foundation	19415 Deerfield Avenue, Suite 312, Leesburg, VA 20176	01/07/2016	5,000.00
Liberty Justice Center	190 South LaSalle Street, Suite 1500, Chicago, IL 60603	01/07/2016	300,000.00
Lincoln Park Zoo	2001 North Clark Street, Chicago, IL 60614	01/07/2016	1,000 00
Living Lands & Waters	17624 Route 84 North Great River Road, East Moline, IL 61244	01/07/2016	5,000.00

Lurie Children's Foundation	225 East Chicago Avenue, Box 4, Chicago, IL 60611	06/02/2016	20,000.00
Manhattan Institute	52 Vanderbilt Avenue, New York, NY 10017	01/07/2016	75,000 00
Max McGraw Wildlife Foundation	P O Box 9, Dundee, IL 60118	01/07/2016	25,000.00
Media Research Center	1900 Campus Commons Drive, Suite 600, Reston, VA 20191	01/07/2016	200,000.00
Media Research Center	1900 Campus Commons Drive, Suite 600, Reston, VA 20191	08/10/2016	75,000 00
National Legal & Policy Center	107 Park Washington Court, Falls Church, VA 22046	01/07/2016	50,000.00
National Right to Work Legal Defense Fdn	8001 Braddock Road, Springfield, VA 22160	01/07/2016	100,000 00
Navy SEAL Foundation	1619 D Street, Virginia Beach, VA 23459	01/07/2016	1,000 00
Network for Enlightened Women	1210 Massachusetts Avenue NW, Suite 1201, Washington, D C 20005	01/07/2016	10,000 00
North Lakeland Education Foundation	P O Box 518, Manitowish Waters, WI 54545	01/07/2016	1,000.00
One Nation Under God Foundation	414 North Orleans Plaza, Suite 320, Chicago, IL 60654	08/22/2016	63,500 00
Pacific Legal Foundation	930 G Street, Sacramento, CA 95814	01/07/2016	2,500 00
Peregrine Fund, The	5668 West Flying Hawk Lane, Boise, ID 83709	01/07/2016	500.00
Philanthropy Roundtable	1730 M Street NW, Suite 601, Washington, D.C. 20036	01/07/2016	125,000 00
Pro Life Action League	6160 N Cicero Avenue, Chicago, IL 60646	01/07/2016	10,000 00
Rocky Mountain Elk Foundation	5705 Grant Creek Rd., Missoula, MT 59808	01/07/2016	1,500 00
Second Amendment Foundation	James Madison Building, 12500 N.E. Tenth Place, Bellevue, WA 98005	01/07/2016	1,000 00
Seeing Eye, The	P O Box 375, Morristown, NJ 07963	01/07/2016	1,000.00
Shedd Aquarium	1200 South Lake Shore Drive, Chicago, IL 60605	01/07/2016	2,500 00
Shoreland Lutheran High School	9026 12th Street, P O. Box 295, Somers, WI 53171	01/07/2016	10,000 00
Sons of Liberty	P O Box 1126, Annandale, MN 55302	01/07/2016	150,000.00
Sons of Liberty	P.O. Box 1126, Annandale, MN 55302	06/22/2016	100,000.00
Sons of Liberty	P O. Box 1126, Annandale, MN 55302	12/28/2016	250,000 00
State Policy Network	1655 N. Ft. Myer Drive, Suite 360, Arlington, VA 22209	01/07/2016	25,000 00
Students for Liberty	1101 17th Street NW, Suite 810, Washington, D C 20036	01/07/2016	3,500 00
Teach for America	300 West Adams Street, Suite 1000, Chicago, IL 60606	01/07/2016	125,000 00
Teach for America	300 West Adams Street, Suite 1000, Chicago, IL 60606	04/04/2016	50,000 00
The Federalist Society	1776 I St NW, Suite 300, Washington, D.C. 20006	01/07/2016	200,000.00
The Heartland Institute	3939 North Wilke Road, Arlington Heights, IL 60004	01/07/2016	25,000 00
The Heritage Foundation	214 Massachusetts Avenue, NE, Washington, D.C. 20002	01/07/2016	20,000 00
The Jack Miller Center	3 Bala Plaza West, Suite 401, Bala Cynwyd, PA 19004	01/07/2016	43,164 00
The Jack Miller Center	3 Bala Plaza West, Suite 401, Bala Cynwyd, PA 19004	01/07/2016	1,000,000 00
The Jack Miller Center	3 Bala Plaza West, Suite 401, Bala Cynwyd, PA 19004	07/01/2016	43,164 00
The Jack Miller Center	3 Bala Plaza West, Suite 401, Bala Cynwyd, PA 19004	08/03/2016	97,539.00
The Leadership Institute	1101 North Highland Street, Arlington, VA 22201	01/07/2016	200,000 00
The Lovett School	4075 Paces Ferry Road, N W., Atlanta, GA 30327	01/07/2016	50,000.00
The Nittany Christian School	1221 W Whitehall Road, State College, PA 16801	01/07/2016	50,000.00
The Wetlands Initiative	53 West Jackson Boulevard, Suite 1015, Chicago, IL 60604	01/07/2016	2,500 00
Think Freely Media	1920 L Street NW, No 325, Washington, D.C. 20036	01/07/2016	805,000.00
Turning Point USA	217 1/2 Illinois Street, Lemont, IL 60439	01/07/2016	100,000 00
Turning Point USA	217 1/2 Illinois Street, Lemont, IL 60439	08/10/2016	75,000.00
University of Utah Dept of Dermatology	30 North 1900 East, 4A330 SOM, Salt Lake City, UT 84132	06/02/2016	10,000 00
Washington Legal Foundation	2009 Massachusetts Avenue, N W , Washington, D C 20036	01/07/2016	10,000 00
YMCA of Metropolitan Chicago	1030 W. Van Buren Street, Chicago, IL 60607	01/07/2016	1,000 00
TOTAL			**10,312,617.00**

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTIONS	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
178.	0.	0.	0.	178.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DETAIL AVAILABLE IN TAXPAYER'S FILES	PURCHASED	VARIOUS	12/31/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
58,379.	78,983.	0.	0.	<20,604.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DETAIL AVAILABLE IN TAXPAYER'S FILES	PURCHASED	VARIOUS	12/31/16

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
33.	32.	0.	0.	1.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<20,425.>

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST	132,817.	0.	132,817.	132,817.	
TO PART I, LINE 4	132,817.	0.	132,817.	132,817.	

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FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST - OTHER INCOME	4.	4.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4.	4.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,380.	0.		3,380.
TO FORM 990-PF, PG 1, LN 16B	3,380.	0.		3,380.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL BALANCE DUE AND ESTIMATED TAXES PAID	2,014.	0.		0.
FOREIGN TAXES PAID	1,035.	1,035.		0.
TO FORM 990-PF, PG 1, LN 18	3,049.	1,035.		0.

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FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	25.	0.		25.
INVESTMENT FEES	33,307.	33,307.		0.
OFFICE SUPPLIES	969.	0.		969.
TO FORM 990-PF, PG 1, LN 23	34,301.	33,307.		994.

FOOTNOTES STATEMENT 7

DUE TO AN ADMINISTRATIVE OVERSIGHT, THE FOUNDATION ENGAGED IN A DE MINIMIS TRANSACTION WITH A DISQUALIFIED PERSON DURING 2016. THE AMOUNT OF THE TRANSACTION WAS $2,000. THE DISQUALIFIED PERSON HAS REPAID THE FOUNDATION AND HAS ALSO PAID THE RELATED EXCISE TAX. CORRECTIVE ACTION HAS BEEN TAKEN TO PREVENT SIMILAR TRANSACTIONS FROM TAKING PLACE IN FUTURE YEARS.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DETAIL AVAILABLE IN TAXPAYER'S FILE	3,946,882.	5,096,255.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,946,882.	5,096,255.

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FORM 990-PF	OTHER ASSETS		STATEMENT 9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DYE PRESERVE MEMBERSHIP DEPOSIT	0.	120,000.	1.
TO FORM 990-PF, PART II, LINE 15	0.	120,000.	1.