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

Name of foundation OSCAR G & ELSA S MAYER FAMILY FOUNDATION C/O SEDGWICK ADVISERS LLC		A Employer identification number 36-4035204	
Number and street (or P.O. box number if mail is not delivered to street address) 111 E BUSSE AVENUE NO 601		Room/suite	B Telephone number (see instructions) (312) 332-3682
City or town, state or province, country, and ZIP or foreign postal code MOUNT PROSPECT, IL 60056			
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) \$ 15,777,068		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

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	34			
	4 Dividends and interest from securities	218,555	218,555		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	281,197			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		281,197		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	7,050	7,050		
	12 Total. Add lines 1 through 11	506,836	506,802		
	13 Compensation of officers, directors, trustees, etc	37,660	0		37,660
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	61,500	5,500		56,000
	c Other professional fees (attach schedule)	87,250	17,500		69,750
	17 Interest	2,284	2,284		0
	18 Taxes (attach schedule) (see instructions)	4,647	4,647		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	23,579	0		23,579
	22 Printing and publications				
	23 Other expenses (attach schedule)	163,742	157,388		5,676
	24 Total operating and administrative expenses. Add lines 13 through 23	380,662	187,319		192,665
	25 Contributions, gifts, grants paid	605,695			605,695
	26 Total expenses and disbursements. Add lines 24 and 25	986,357	187,319		798,360
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-479,521			
	b Net investment income (if negative, enter -0-)		319,483		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		3	3
	2	Savings and temporary cash investments	68,775	80,995	80,995
	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)	2,893,691	3,567,664	4,232,093
	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)	948,625	1,333,950	1,348,089
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	10,385,428	8,834,386	10,115,888	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,296,519	13,816,998	15,777,068	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ 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	14,483,546	14,483,546	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-187,027	-666,548	
30	Total net assets or fund balances (see instructions)	14,296,519	13,816,998		
31	Total liabilities and net assets/fund balances (see instructions) .	14,296,519	13,816,998		

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	14,296,519
2	Enter amount from Part I, line 27a	2	-479,521
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	13,816,998
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	13,816,998

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 See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	281,197
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	854,122	16,257,240	0 052538
2014	875,953	16,839,220	0 052019
2013	892,918	16,301,910	0 054774
2012	755,393	15,425,880	0 048969
2011	765,189	15,620,646	0 048986
2 Total of line 1, column (d)			2 0 257286
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 051457
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 15,222,285
5 Multiply line 4 by line 3			5 783,293
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,195
7 Add lines 5 and 6			7 786,488
8 Enter qualifying distributions from Part XII, line 4 ,			8 798,360

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	3,195
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	3,195
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	3,195
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	13,712
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	13,712
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	10,517
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 10,517 Refunded ☐	11	0

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 ☐ \$ 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? <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	
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) ☐ 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? <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 ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>SEDGWICK ADVISERS LLC</u> Telephone no ► <u>(312) 332-3682</u>			

Located at ► 111 E BUSSE AVENUE SUITE 601 MOUNT PROSPECT IL ZIP+4 ► 60056

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?	16	Yes	No
	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 ►			

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)?	1b		
	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		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		
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		
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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	5b		
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
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No	7b		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No			

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
See Additional Data Table				

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	(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
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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. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	15,215,714
b	Average of monthly cash balances.	1b	238,382
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	15,454,096
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	15,454,096
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	231,811
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	15,222,285
6	Minimum investment return. Enter 5% of line 5.	6	761,114

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	761,114
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	3,195
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,195
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	757,919
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	757,919
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	757,919

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	798,360
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	798,360
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	3,195
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	795,165

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				757,919
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	5,663			
b From 2012.	1,981			
c From 2013.	102,346			
d From 2014.	51,824			
e From 2015.	46,136			
f Total of lines 3a through e.	207,950			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 798,360				
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.				757,919
e Remaining amount distributed out of corpus	40,441			
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	248,391			
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 instructions			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 (see instructions).	5,663			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	242,728			
10 Analysis of line 9				
a Excess from 2012.	1,981			
b Excess from 2013.	102,346			
c Excess from 2014.	51,824			
d Excess from 2015.	46,136			
e Excess from 2016.	40,441			

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)

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

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

1 Information Regarding Foundation Managers:

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

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 Additional Data Table				
Total			▶ 3a	605,695
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	34	
4 Dividends and interest from securities. . . .			14	218,555	
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	7,050	
8 Gain or (loss) from sales of assets other than inventory			18	281,197	
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		506,836	0
13 Total. Add line 12, columns (b), (d), and (e).			13		506,836

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

**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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name TIMOTHY N THOMPSON	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00433870
Firm's name ▶ SEDGWICK ADVISERS LLC				Firm's EIN ▶ 47-5175291
Firm's address ▶ 111 E BUSSE AVENUE SUITE 601 MOUNT PROSPECT, IL 60056				Phone no (312) 332-3682

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
17480 976 MAINSTAY MARKETFIELD	P	2013-07-29	2016-02-24
FROM K-1 - IR&M	P		
FROM K-1 - IR&M	P		
FROM K-1 - REP I	P		
FROM K-1 - REP II	P		
FROM K-1 - REP III	P		
FROM K-1 - PE 2008	P		
FROM K-1 - PE 2008	P		
FROM K-1 - SEDGWICK STREET FUND LLC	P		
FROM K-1 - SEDGWICK STREET FUND LLC	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
248,055		315,567	-67,512
			2,973
			-2,076
			29,869
			78,097
			1,754
			422
			56,024
			-10,099
			162,356

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-67,512
			2,973
			-2,076
			29,869
			78,097
			1,754
			422
			56,024
			-10,099
			162,356

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
FROM K-1 - PE 2013	P		
FROM K-1 - PE 2013	P		
FROM K-1 - PE 2016	P		
FROM K-1 - PE 2016	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
			1,344
			27,014
			338
			693

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,344
			27,014
			338
			693

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
HAROLD F MAYER	DIRECTOR & VICE PRESIDENT 10 00	0	0	0
6519 CROWN COLONY PLACE 201 NAPLES, FL 34108				
ALISON M SHETTER	DIRECTOR & SECRETARY 1 00	0	0	0
5107 SUNSHINE CANYON DRIVE BOULDER, CO 80302				
OSCAR H MAYER	DIRECTOR 1 00	0	0	0
2445 NW WESTOVER ROAD 311 PORTLAND, OR 97210				
ALLAN C MAYER JR	DIRECTOR 1 00	0	0	0
315 1ST STREET KIRKLAND, WA 98033				
RICHARD A MAYER	DIRECTOR & TREASURER 1 00	0	0	0
340 CHURCHILL STREET NORTHFIELD, IL 60093				
SCOTT T MAYER	DIRECTOR 1 00	0	0	0
758 BEAR CLAW WAY MADISON, WI 53717				
WILLIAM E MAYER	DIRECTOR & PRESIDENT 1 00	0	0	0
100 HILTON AVE M-31 GARDEN CITY, NY 11530				
KARLA K RITT	ASST SECRETARY 10 00	0	0	0
1288 SUMMIT AVE SUITE 107-134 OCONOMOWOC, WI 53066				
OSCAR HENRY MAYER	DIRECTOR 1 00	0	0	0
204 HOWARD STREET RIVERTON, NJ 08077				
RICHARD C MAYER	DIRECTOR 1 00	0	0	0
1750 30TH STREET 220 BOULDER, CO 80301				
TIMOTHY N THOMPSON	ASST TREASURER 1 00	0	0	0
111 E BUSSE AVENUE 601 MOUNT PROSPECT, IL 60056				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALLIANCE DEFENDING FREEDOM 15100 N 90TH STREET SCOTTSDALE, AZ 85260	NONE		GENERAL	10,000
ALLIANCE THEATRE FOR THE ARTS LEARNING INSTITUTE 1280 PEACHTREE STREET NE ATLANTA, GA 30309	NONE		WOLF TRAP EARLY LEARNING PROGRAM	30,000
ANTI RECIDIVISM COALITION 448 SOUTH HILL STREET 908 LOS ANGELES, CA 90013	NONE		GENERAL	1,000
ATTENTION HOMES 1443 SPRUCE STREET BOULDER, CO 80302	NONE		GENERAL / RUNAWAY AND HOMELESS YOUTH PROGRAM	31,337
BAY AREA LYME FOUNDATION 884 PORTOLA AVENUE A7 PORTOLA VALLEY, CA 94028	NONE		GENERAL	500
Total ► 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BELOIT COLLEGE 700 COLLEGE STREET BELOIT, WI 53511	NONE		GENERAL	10,000
BOULDER COUNTRY DAY 4820 NAUTILUS COURT NORTH BOULDER, CO 80301	NONE		GENERAL	100
BRIDGES FOR PEACE PO BOX 410037 MELBOURNE, FL 32941	NONE		GENERAL	5,000
CASEY MIDDLE SCHOOL 1301 HIGH STREET BOULDER, CO 80304	NONE		MODEL UN/GENERAL	1,100
CENTRAL CATHOLIC HIGH SCHOOL 4700 FIFTH AVENUE PITTSBURGH, PA 15213	NONE		GENERAL	250
Total 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTRAL CITY CONCERN 232 NW 6TH AVENUE PORTLAND, OR 97209	NONE		LETTY OWENS CENTER WELLNESS INITIATIVE	31,000
CHILDHAVEN 316 BROADWAY SEATTLE, WA 98122	NONE		HOME VISITATION PROGRAM/ GENERAL	51,000
CHILDREN'S HOSPITAL OF PHILADELPHIA 100 E PENN SQUARE 8TH FL 8050 PHILADELPHIA, PA 19107	NONE		DIVISION OF PULMONOLOGY POLGEN LECTURE	425
CHILDREN'S SPINE FOUNDATION PO BOX 397 VALLEY FORGE, PA 19481	NONE		GENERAL	250
CHILDREN'S SPINE FOUNDATION PO BOX 1072 LAYTON, UT 84041	NONE		GENERAL	574
Total ► 3a				605,695

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLORADO COALITION FOR THE HOMELESS 2111 CHAMPA STREET DENVER, CO 80205	NONE		RENAISSANCE CHILDREN'S CENTER	25,000
CURE CMD 1621 W 25TH STREET 623 SAN PEDRO, CA 90732	NONE		GENERAL	250
CURE SMA 925 BUSSE ROAD ELK GROVE VILLAGE, IL 60007	NONE		GENERAL	250
DENVER ART CENTER 100 WEST 14TH AVENUE PARKWAY DENVER, CO 80204	NONE		GENERAL	359
DENVER CENTER FOR THE PERFORMING ARTS 1101 13TH STREET DENVER, CO 80204	NONE		TICKETS-DONATIONS BENEFITTING COLORADO COALITION FOR THE HOMELESS	6,304
Total ▶ 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDLY HOUSE 2617 NW SAVIER STREET PORTLAND, OR 97210	NONE		GENERAL	1,000
FRIENDS OF HENRY VILAS ZOO 606 SOUTH RANDALL AVENUE MADISON, WI 53715	NONE		BADGER EXHIBIT	1,000
FRIENDS OF MAYER 2250 NORTH CLIFTON CHICAGO, IL 60614	NONE		GENERAL	1,000
GW HEALING CLINIC 2100 PENNSYLVANIA AVENUE NW 300 WASHINGTON, DC 20037	NONE		STUDENT CARE FOR UNDERSERVED COMMUNITIES	2,000
HARM REDUCTION ACTION CENTER 231 E COLFAX AVENUE DENVER, CO 80203	NONE		COMMUNITY OUTREACH AND OVERDOSE PREVENTION	31,000
Total ▶ 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
I HAVE A DREAM FOUNDATION 5390 MANHATTAN CIRCLE 200 BOULDER, CO 80303	NONE		GENERAL	250
THE INSTITUTE FOR EDUCATION 4410 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20016	NONE		GENERAL	1,000
I SING SV FIRST BAPTIST CHURCH OF PALO ALTO 305 CALIFORNIA AVENUE PALO ALTO, CA 94301	NONE		GENERAL	2,600
ITHACA COLLEGE 953 DANBY ROAD ITHACA, NY 14850	NONE		NATURAL LANDS CONSERVATION/ GENERAL	1,500
INTERNATIONAL DEVELOPMENT EXCHANGE 333 VALENCIA STREET 250 SAN FRANCISCO, CA 94103	NONE		WOMEN'S AWARENESS CENTER NEPAL	24,000
Total ▶ 3a				605,695

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INVEST IN KIDS 1775 SHERMAN STREET 2075 DENVER, CO 80203	NONE		INCREDIBLE YEARS PROGRAM	50,000
KARAM FOUNDATION 230 NORTHGATE 742 LAKE FOREST, IL 60045	NONE		GENERAL	150
LAKE FOREST ACADEMY 1500 WEST KENNEDY ROAD LAKE FOREST, IL 60045	NONE		GENERAL	3,000
LEADERSHIP FOR URBAN RENEWAL 553 S CLARENCE STREET LOS ANGELES, CA 90033	NONE		LURN CAPITAL/(RE)STORE & SEMI'A FUND	31,000
LIGONIER MINISTRIES 421 LIGONIER COURT SANFORD, FL 32771	NONE		GENERAL	10,000
Total ▶ 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LYMELIGHT FOUNDATION INC 1229 BURLINGAME AVE 205 BURLINGAME, CA 94010	NONE		GENERAL	500
MARY LIN EDUCATION FOUNDATION 386 CHANDLER STREET NE ATLANTA, GA 30307	NONE		GENERAL	500
METROPOLITAN FAMILY SERVICE 1808 SE BELMONT STREET PORTLAND, OR 97214	NONE		READY, SET, GO PROGRAM	45,000
MIDDLEBURY COLLEGE 700 EXCHANGE STREET MIDDLEBURY, VT 057531535	NONE		GENERAL	1,250
MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940	NONE		GENERAL	1,250
Total ▶ 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MOORESTOWN FRIENDS SCHOOL 110 E MAIN STREET MOORESTOWN, NJ 08057	NONE		GENERAL	2,220
OUNCE OF PREVENTION FUND 33 WEST MONROE STREET 2400 CHICAGO, IL 60603	NONE		LEAD, LEARN, EXCEL INITIATIVE	5,000
OUNCE OF PREVENTION FUND 33 WEST MONROE STREET 2400 CHICAGO, IL 60603	NONE		EDUCARE EXTENDING QUALITY INITIATIVE	50,000
PARENT PROJECT MUSCULAR DYSTROPHY 401 HACKENSACK AVENUE 9TH FLR HACKENSACK, NJ 07601	NONE		GENERAL	250
PARTNERS IN EDUCATION PO BOX 1557 PALO ALTO, CA 94010	NONE		SCIENCE AND COUNSELING DEPARTMENTS AT JORDAN MIDDLE SCHOOL	500
Total 				605,695
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARTNERS IN HEALTH 888 COMMONWEALTH AVENUE 3RD FLR BOSTON, MA 02215	NONE		GENERAL	1,000
PHILADELPHIA SPCA 350 ERIE AVENUE PHILADELPHIA, PA 19134	NONE		GENERAL	1,000
PROVIDENCE - ST MEL SCHOOL 119 S CENTRAL PARK BOULEVARD CHICAGO, IL 60624	NONE		GENERAL	10,000
QUIET USE COALITION PO BOX 1452 SALIDA, CO 81201	NONE		GENERAL	2,500
SAMARITAN'S PURSE 801 BAMBOO ROAD BOONE, NC 28607	NONE		GENERAL	10,000
Total ▶ 3a				605,695

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SMART 101 SW MARKET STREET PORTLAND, OR 97201	NONE		METRO EXPANSION PROGRAM	50,000
SPINAL MUSCULAR ATROPHY FOUNDATION 888 SEVENTH AVENUE 400 NEW YORK, NY 10019	NONE		GENERAL	250
UNITED WAY OF THE COASTAL EMPIRE 428 BULL STREET SAVANNAH, GA 31402	NONE		MEMORIAL HEALTH FOUNDATION SAVANNAH EARLY CHILDHOOD FOUNDATION	10,000
UNIVERSITY OF MICHIGAN DEPT CH 10189 PALATINE, IL 600551089	NONE		GENERAL	2,000
UNIVERSITY OF PITTSBURGH SCHOOL OF MEDICINE FORBES TOWER SUITE 8084 3600 FORBES AVE AT MERYAN AVENUE PITTSBURGH, PA 15213	NONE		GENERAL	250
Total ▶ 3a				605,695

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF CALIFORNIA DAVIS ONE SHIELDS AVENUE DAVIS, CA 95616	NONE		MIND INSTITUTE	10,000
WISCONSIN COUNCIL ON CHILDREN & FAMILIES 555 WEST WASHINGTON AVE 200 MADISON, WI 53703	NONE		IMPROVE SCHOOL READINESS FOR CHILDREN AT RISK PROGRAMS	30,000
WORLD ANIMAL NET 25 CHESTNUT SQUARE BOSTON, MA 02130	NONE		LILONGWE SOCIETY FOR PROTECTION AND CARE OF ANIMALS	1,000
YALE UNIVERSITY PO BOX 2038 NEW HAVEN, CT 06521	NONE		GENERAL	5,000
YELLOWSTONE BOYS AND GIRLS RANCH 2050 OVERLAND AVENUE BILLINGS, MT 59102	NONE		THERAPEUTIC FORSTER CARE PROGRAM	1,000
Total ▶ 3a				605,695

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA CAMP OCKANICKON 1303 STOKES ROAD MEDFORD, NJ 08055	NONE		FINANCIAL AID FOR CAMPERS	1,000
FROM K-1 - SEDGWICK EQUITY PARTNERS 111 E BUSSE AVE SUITE 601 MOUNT PROSPECT, IL 60056	NONE		FROM K-1'S	26
Total ▶ 3a				605,695

TY 2016 Accounting Fees Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC

EIN: 36-4035204

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	61,500	5,500		56,000

TY 2016 Investments Corporate Stock Schedule**Name:** OSCAR G & ELSA S MAYER FAMILY FOUNDATION

C/O SEDGWICK ADVISERS LLC

EIN: 36-4035204

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BLACKSTONE PARTNERS OFFSHORE FD LTD	1,125,000	1,658,837
POINTER OFFSHORE LTD	1,150,000	1,311,695
IR&M INTER FUND LLC	1,292,664	1,261,561

TY 2016 Investments - Other Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC

EIN: 36-4035204

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	1,333,950	1,348,089

TY 2016 Other Assets Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC
EIN: 36-4035204

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SEP - REAL ESTATE PORTFOLIO I	345,585	284,704	181,429
SEP - PRIVATE EQUITY FD 2008	671,937	600,170	807,818
SEP - REAL ESTATE PORTFOLIO II	344,223	294,081	356,804
SEDGWICK STREET FUND LLC	8,508,809	6,826,900	7,851,136
SEP - PRIVATE EQUITY FD 2013	310,958	333,034	389,719
SEP - REAL ESTATE PORTFOLIO III	203,916	423,914	454,365
SEP - PRIVATE EQUITY FD 2016	0	71,583	74,617

TY 2016 Other Expenses Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC
EIN: 36-4035204

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	935	0		935
PHONE/PARKING/SUPPLIES/MISC	4,741	0		4,741
FROM K-1 SEP REAL ESTATE PORT I (PORTFOLIO FEES)	2,950	2,950		0
FROM K-1 SEP PRIVATE EQUITY FD 2008 (PORTFOLIO FEES)	17,628	17,628		0
FROM K-1 SEP REAL ESTATE PORT II (PORTFOLIO FEES)	4,744	4,744		0
FROM K-1 SEDGWICK STREET FUND LLC (PORTFOLIO FEES)	84,789	84,789		0
NONDEDUCTIBLE PORTFOLIO EXPENSES	678	0		0
FROM K-1 SEP PRIVATE EQUITY FD 2016 (PORTFOLIO DEDUCT)	3,861	3,861		0
FROM K-1 SEP PRIVATE EQUITY FD 2016 (OTHER DEDUCTIONS)	20	20		0
FROM K-1 SEP REAL ESTATE PORT III	7,921	7,921		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FROM K-1 SEP REAL ESTATE PORT III	1,464	1,464		0
FROM K-1 IR&M INTER FUND LLC	3,750	3,750		0
FROM K-1 SEP REAL ESTATE PORT III (OTHER LOSS)	9,252	9,252		0
FROM K-1 SEP PRIVATE EQUITY FD 2008 (OTHER DEDUCTIONS)	5,206	5,206		0
FROM K-1 SEP PRIVATE EQUITY FD 2013 (PORTFOLIO DEDUCT)	11,837	11,837		0
FROM K-1 SEP PRIVATE EQUITY FD 2013 (PORTFOLIO DEDUCT)	3,966	3,966		0

TY 2016 Other Income Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC

EIN: 36-4035204

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 SEP PRIVATE EQUITY FUND 2008	2,679	2,679	2,679
FROM K-1 SEDGWICK STREET FUND LLC	280	280	280
FROM K-1 SEP PRIVATE EQUITY FUND 2013	4,081	4,081	4,081
FROM K-1 IR&M INTER FUND LLC	50	50	50
FROM K-1 SEP-PRIVATE EQUITY FUND 2016	-40	-40	-40

TY 2016 Other Professional Fees Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC

EIN: 36-4035204

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT CONSULTING FEES	35,000	17,500		17,500
CHARITY CONSULTING FEES	50,000	0		50,000
MB COMMUNICATIONS	2,250	0		2,250

TY 2016 Taxes Schedule

Name: OSCAR G & ELSA S MAYER FAMILY FOUNDATION
C/O SEDGWICK ADVISERS LLC

EIN: 36-4035204

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD ON DIVIDENDS	573	573		0
FOREIGN TAXES - FROM K-1S	4,074	4,074		0