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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
THE SIMON FAMILY FOUNDATION

A Employer identification number
36-4325958

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

Room/suite

B Telephone number (see instructions)
(847) 835-9195

City or town, state or province, country, and ZIP or foreign postal code
GLENCOE, IL 600221572

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)*▶$ 76,529,793

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	620	620		
	4	Dividends and interest from securities	236,433	233,121		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,858,978			
	b	Gross sales price for all assets on line 6a 6,837,240				
	7	Capital gain net income (from Part IV, line 2)		1,858,978		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	2,981	2,981		
	12	**Total.** Add lines 1 through 11	2,099,012	2,095,700		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	95,000	0		95,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	225	225		0
	b	Accounting fees (attach schedule)	19,877	19,877		0
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	14,298	1,298		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	139,516	138,869		15
	24	**Total operating and administrative expenses.** Add lines 13 through 23	268,916	160,269		95,015
	25	Contributions, gifts, grants paid	3,068,369			3,068,369
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,337,285	160,269		3,163,384
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,238,273			
	b	**Net investment income** (if negative, enter -0-)		1,935,431		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,250,512	5,530,161	5,530,161
	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 (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)	38,639,472	36,152,087	66,340,981
	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)	3,746,775	3,591,295	4,308,651
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	0	350,000	350,000
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	46,636,759	45,623,543	76,529,793
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 ▶)	14,588	4,329	
	23	**Total liabilities**(add lines 17 through 22)	14,588	4,329	
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	46,622,171	45,619,214	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see instructions)	46,622,171	45,619,214	
	31	**Total liabilities and net assets/fund balances** (see instructions)	46,636,759	45,623,543	

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	46,622,171
2	Enter amount from Part I, line 27a	2	-1,238,273
3	Other increases not included in line 2 (itemize) ▶	3	250,000
4	Add lines 1, 2, and 3	4	45,633,898
5	Decreases not included in line 2 (itemize) ▶	5	14,684
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	45,619,214

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

	(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	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	1,858,978
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	3,936,305	71,199,767	0 055285
2014	3,899,981	69,468,143	0 056141
2013	2,641,260	60,878,485	0 043386
2012	2,338,760	47,117,267	0 049637
2011	100,073	1,532,263	0 065311

2	**Total** of line 1, column (d)	2	0 269760
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 053952
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	69,240,067
5	Multiply line 4 by line 3	5	3,735,640
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19,354
7	Add lines 5 and 6	7	3,754,994
8	Enter qualifying distributions from Part XII, line 4	8	3,163,384

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	38,709
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	38,709
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	38,709
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	21,632		
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	21,632
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	17,077
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

			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		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ALBERT SIMON III Telephone no ▶(847) 835-9195

Located at ▶843 BLUFF STREET GLENCOE IL ZIP+4 ▶600221572

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

			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		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. 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

			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		No
	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____

			Yes	No
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

			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

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)? . **5b**

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

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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. **6b** No

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ALBERT SIMON III 843 BLUFF STREET GLENCOE, IL 600221572	PRESIDENT 5 00	47,500	0	0
JUDITH SIMON 843 BLUFF STREET GLENCOE, IL 600221572	VICE PRESIDENT 20 00	47,500	0	0
STEVEN SIMON 1019 HILLSIDE AVENUE DEERFIELD, IL 60015	ASSISTANT 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(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 (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	61,442,706
b	Average of monthly cash balances.		1b	4,808,065
c	Fair market value of all other assets (see instructions).		1c	4,043,713
d	**Total** (add lines 1a, b, and c).		1d	70,294,484
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	70,294,484
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	1,054,417
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	69,240,067
6	**Minimum investment return.** Enter 5% of line 5.		6	3,462,003

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	3,462,003
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 38,709		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	38,709
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	3,423,294
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	3,423,294
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	3,423,294

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	3,163,384
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	3,163,384
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	3,163,384

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					3,423,294
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.					
b From 2012.					
c From 2013.					
d From 2014.	115,756				
e From 2015.	418,241				
f **Total** of lines 3a through e.		533,997			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 3,163,384					
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.					3,163,384
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*		259,910			259,910
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		274,087			
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) . . .		0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		274,087			
10 Analysis of line 9					
a Excess from 2012. . . .					
b Excess from 2013. . . .					
c Excess from 2014. . . .					
d Excess from 2015. . . .	274,087				
e Excess from 2016. . . .					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	**(e) Total**
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 e-mail address of the person to whom applications should be addressed

ALBERT SIMON III
843 BLUFF STREET
GLENCOE, IL 600221572
(847) 835-9195

b The form in which applications should be submitted and information and materials they should include

WRITTEN STATEMENT OF CHARITABLE PURPOSE

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NONE

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 Additional Data Table				
Total . . . . ▶ **3a**				3,068,369
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	620	
4 Dividends and interest from securities. . . .			14	236,433	
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	2,981	
8 Gain or (loss) from sales of assets other than inventory			18	1,858,978	
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		2,099,012	0

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 2,099,012

(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) (See instructions)

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)**		**No**
	(2) Other assets.	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
	(4) Reimbursement arrangements.	**1b(4)**		**No**
	(5) Loans or loan guarantees.	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2017-05-09	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ANGELA SCOTT				P00657342
Firm's name ▶ RSM US LLP				Firm's EIN ▶42-0714325
Firm's address ▶ 20 N MARTINGALE RD STE 500 SCHAUMBURG, IL 60173				Phone no (847) 517-7070

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

(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)
PUBLICLY TRADED SECURITIES - TD AMERITRADE #2090	P	2016-01-01	2016-12-31
PUBLICLY TRADED SECURITIES - TD AMERITRADE #2090	P	2015-01-01	2016-12-31
PUBLICLY TRADED SECURITIES - TD AMERITRADE #2337	P	2016-01-01	2016-12-31
PUBLICLY TRADED SECURITIES - TD AMERITRADE #2337	P	2015-01-01	2016-12-31
PUBLICLY TRADED SECURITIES - US TRUST #5646	P	2016-01-01	2016-12-31
PUBLICLY TRADED SECURITIES - US TRUST #5646	P	2015-01-01	2016-12-31
TRIGRAN INVESTMENTS LP	P	2016-01-01	2016-12-31
TRIGRAN INVESTMENTS LP	P	2015-01-01	2016-12-31
CONSTABLE PARTNERS LP	P	2016-01-01	2016-12-31
MAGELLAN MIDSTREAM PARTNERS LP	P	2015-01-01	2016-12-31

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)
216,368		254,877	-38,509
176,572		211,015	-34,443
157,829		193,446	-35,617
230,405		256,941	-26,536
91,934		97,085	-5,151
317,410		338,947	-21,537
65,932			65,932
272,209			272,209
		4,693	-4,693
31			31

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	
			-38,509
			-34,443
			-35,617
			-26,536
			-5,151
			-21,537
			65,932
			272,209
			-4,693
			31

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

(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)
THE BLACKSTONE GROUP LP	P	2016-01-01	2016-12-31
THE BLACKSTONE GROUP LP	P	2015-01-01	2016-12-31
FORTRESS TRANSPORTATION AND INFRASTRUCTURE PTP ADJUSTMENT	P	2016-01-01	2016-12-31
MAGELLAN MIDSTREAM PARTNERS PTP ADJUSTMENT	P	2016-01-01	2016-12-31
THE BLACKSTONE GROUP LP PTP ADJUSTMENT	P	2016-01-01	2016-12-31
BROOKFIELD INFRASTRUCTURE PARTERS PTP ADJUSTMENT	P	2015-01-01	2016-12-31
ENTERPRISE PRODUCTS PARTNERS PTP ADJUSTMENT	P	2015-01-01	2016-12-31
MAGELLAN MIDSTREAM PARTNERS PTP ADJUSTMENT	P	2015-01-01	2016-12-31
SUNOCO LP PTP ADJUSTMENT	P	2015-01-01	2016-12-31
100 SHS APPLE INC	P	2016-04-28	2016-05-03

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)
		2	-2
114			114
218			218
254			254
1,009			1,009
4			4
2,527			2,527
2,353			2,353
1,512			1,512
9,695		9,733	-38

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	
			-2
			114
			218
			254
			1,009
			4
			2,527
			2,353
			1,512
			-38

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

(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)
3,700 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-04-15
200 SHS BERKSHIRE HATHAWAY CL B	P	2016-04-20	2016-04-21
500 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-04-22
100 SHS BERKSHIRE HATHAWAY CL B	P	2016-04-21	2016-04-25
300 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-04-26
200 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-04-27
200 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-05-03
100 SHS BERKSHIRE HATHAWAY CL B	P	2016-04-29	2016-05-04
500 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-05-06
300 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-05-09

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)
518,180		520,650	-2,470
29,116		29,676	-560
72,996		77,371	-4,375
14,597		15,556	-959
44,023		45,104	-1,081
29,484		30,206	-722
29,464		29,230	234
14,695		14,560	135
73,043		72,340	703
43,493		43,165	328

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	
			-2,470
			-560
			-4,375
			-959
			-1,081
			-722
			234
			135
			703
			328

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1,000 SHS BERKSHIRE HATHAWAY CL B	P	2016-01-01	2016-05-12
500 SHS BERKSHIRE HATHAWAY CL B	P	2016-10-21	2016-10-26
500 SHS BARCLAYS BANK	P	2016-05-25	2016-05-31
1,000 SHS COMMUNITY BANK SYSTEM INC	P	2015-01-01	2016-07-15
1,000 SHS COMMUNITY BANK SYSTEM INC	P	2014-08-15	2016-08-19
1,000 SHS COMMUNITY BANK SYSTEM INC	P	2014-08-15	2016-11-18
500 SHS JP MORGAN CHASE & CO	P	2015-01-01	2016-12-16
BERKSHIRE HATHAWAY - OPTIONS	P	2015-01-01	2016-12-31
COMMUNITY BANK SYSTEM - OPTIONS	P	2015-01-01	2016-12-31
JP MORGAN CHASE & CO - OPTIONS	P	2015-01-01	2016-12-31

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)
145,461		142,478	2,983
71,491		71,491	0
6,867		7,017	-150
41,677		34,453	7,224
41,477		33,877	7,600
47,802		33,772	14,030
35,681		28,850	6,831
45,537		34,752	10,785
1,400			1,400
2,350		17	2,333

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	
			2,983
			0
			-150
			7,224
			7,600
			14,030
			6,831
			10,785
			1,400
			2,333

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

(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)
M&T BANK CORP - OPTIONS	P	2015-01-01	2016-12-31
BERKSHIRE HATHAWAY - OPTIONS	P	2011-01-01	2016-12-31
CAPITAL GAINS DIVIDENDS	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)
		219	-219
3,953,262		2,346,739	1,606,523
28,768			28,768

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	
			-219
			1,606,523
			28,768

Form 990PF Part XV Line 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*				
A SILVER LINING FOUNDATION 134 N LASALLE SUITE 1218 CHICAGO, IL 60602	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
ALBANY PARK THEATER PROJECT PO BOX 25072 CHICAGO, IL 60625	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	35,000
AMERICAN COMMITTEE FOR THE WEIZMANN INSTITUTE OF SCIENCE 180 N STETSON AVENUE CHICAGO, IL 60601	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
AMERICAN FRIENDS OF MAGEN DAVID ADOM 352 SEVENTH AVENUE SUITE 400 NEW YORK, NY 10001	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	150,000
ASPIRITECH 1893 SHERIDAN ROAD SUITE 103 HIGHLAND PARK, IL 60035	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	34,000
BEYOND SPORTS FOUNDATION 1350 OLD SKOKIE VALLEY RD 205 HIGHLAND PARK, IL 60035	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
CENTER FOR SCIENCE IN THE PUBLIC INTEREST 1220 L STREET NW SUITE 300 WASHINGTON, DC 20005	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	15,000
CHANGING WORLDS 329 W 18TH STREET SUITE 506 CHICAGO, IL 60616	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	30,000
CHICAGO PUBLIC MEDIA 848 E GRAND AVE CHICAGO, IL 60611	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	25,000
CROHN'S & COLITIS FOUNDATION OF AMERICA 2200 E DEVON AVENUE SUITE 351 DES PLAINES, IL 60018	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	15,000
CURT'S CAFE 1813 DEMPSTER STREET EVANSTON, IL 60201	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	60,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 10001	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	25,000
DONORSCHOOSEORG 134 W 37TH STREET 11TH FLOOR NEW YORK, NY 10018	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	230,000
FAMILY FOCUS 310 S PEORIA STREET 301 CHICAGO, IL 60607	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	25,000
Total . . . . ▶ **3a**				3,068,369

Form 990PF Part XV Line 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*				
FARTHER FOUNDATION 223 S ELMWOOD OAK PARK, IL 60302	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
GREATER CHICAGO FOOD DEPOSITORY 4100 W ANN LURIE PLACE CHICAGO, IL 60632	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
HANDS OF PEACE 1000 ELM STREET GLENVIEW, IL 60025	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	48,000
ILLINOIS HOLOCAUST MUSEUM & EDUCATION CENTER 9603 WOODS DRIVE SKOKIE, IL 60077	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
JACKSON CHANCE FOUNDATION 230 N MICHIGAN AVENUE 37TH FLOOR CHICAGO, IL 60601	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	70,000
JEWISH COMMUNITY CENTER OF GREATER ROCHESTER 1200 EDGEWOOD AVENUE ROCHESTER, NY 14618	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
JEWISH COMMUNITY CENTERS OF CHICAGO 300 REVERE DRIVE NORTHBROOK, IL 60062	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	20,000
JEWISH NATIONAL FUND 42 E 69TH STREET NEW YORK, NY 10021	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	110,000
LES TURNER ALS FOUNDATION 5550 W TOUHY AVENUE SUITE 302 SKOKIE, IL 60077	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	24,941
LYRIC OPERA OF CHICAGO 20 N WACKER DRIVE CHICAGO, IL 60606	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	24,428
MAKE-A-WISH FOUNDATION OF ILLINOIS 640 N LASALLE DRIVE SUITE 280 CHICAGO, IL 60654	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	50,000
MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	155,000
NATIONAL ORCHESTRAL ASSOCIATION PO BOX 7016 NEW YORK, NY 10150	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	30,000
NORTHERN ILLINOIS FOOD BANK 273 DEARBORN COURT GENEVA, IL 60134	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
Total . . . . ▶ 3a				3,068,369

Form 990PF Part XV Line 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*				
NORTHSHORE UNIVERSITY HEALTHSYSTEM 1033 UNIVERSITY PLACE SUITE 450 EVANSTON, IL 60201	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	70,000
NORTHWESTERN UNIVERSITY 1201 DAVIS STREET EVANSTON, IL 60208	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	70,000
OLIVE TREE ARTS NETWORK 641 W LAKE STREET SUITE 200 CHICAGO, IL 60661	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	40,000
PADS LAKE COUNTY INC PO BOX 428 NORTH CHICAGO, IL 60064	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	45,000
PLANNED PARENTHOOD OF ILLINOIS 18 S MICHIGAN AVENUE 6TH FLOOR CHICAGO, IL 60603	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
PROJECT LIFELINE PO BOX 284 GLENCOE, IL 60022	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	30,000
PROVIDENCE ST MEL SCHOOL 119 S CENTRAL BOULEVARD CHICAGO, IL 60624	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	40,000
RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN ROAD HIGHLAND PARK, IL 60035	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	25,000
SOUTHWEST FLORIDA SYMPHONY 8290 COLLEGE PKWY SUITE 103 FORT MYERS, FL 33919	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
SPONDYLITIS FOUNDATION OF AMERICA 16360 ROSCOE BLVD SUITE 100 VAN NUYS, CA 91406	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
WINDOW TO THE WORLD COMMUNICATIONS INC 5400 N ST LOUIS AVE CHICAGO, IL 60625	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	45,000
STORYCATCHERS THEATRE 544 W OAK STREET SUITE 1005 CHICAGO, IL 60610	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	60,000
SYMPHONIC CHORALE OF SOUTHWEST FLORIDA PO BOX 07105 FORT MYERS, FL 33919	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
THE ARK 6450 N CALIFORNIA AVE CHICAGO, IL 60645	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	25,000
Total . . . . ▶ **3a**				3,068,369

Form 990PF Part XV Line 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*				
THE NIGHT MINISTRY 4711 N RAVENSWOOD AVE CHICAGO, IL 60640	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
THE URBAN ALLIANCE FOUNDATION 29 S LASALLE SUITE 610 CHICAGO, IL 60603	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
TIMELINE THEATRE COMPANY 615 W WELLINGTON AVE CHICAGO, IL 60657	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	20,000
UNIVERSITY OF ROCHESTER PO BOX 270032 ROCHESTER, NY 14627	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER UNIT 0705 PO BOX 301439 HOUSTON, TX 77230	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	70,000
WORKING IN THE SCHOOLS 27 E MONROE SUITE 1400 CHICAGO, IL 60603	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	80,000
WRITERS THEATRE 321 PARK AVENUE GLENCOE, IL 60022	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	100,000
YOUTH DEVELOPMENT CENTERS OF AMERICA PO BOX 1976 CALUMET CITY, IL 60409	UNRELATED, PUBLIC	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
Total . . . . ▶ **3a**				3,068,369

TY 2016 Accounting Fees Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	19,877	19,877		0

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TY 2016 Investments Corporate Stock Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHWAY, INC. CL A	27,740,704	56,636,072
BERKSHIRE HATHWAY, INC. CL B	39,030	81,490
TD AMERITRADE - COMMUNITY BANK SYSTEMS	171,275	278,055
TD AMERITRADE - JPMORGAN CHASE	74,795	103,548
US TRUST - VARIOUS STOCK	6,466,671	7,333,656
TD AMERITRADE 2090 - VARIOUS STOCK	788,667	884,735
TD AMERITRADE 2337 - VARIOUS STOCK	870,945	1,023,425

TY 2016 Investments - Other Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CONSTABLE PARTNERS, L.P.	AT COST	418,116	434,886
TRIGRAN INVESTMENTS, L.P.II	AT COST	3,173,179	3,873,765
BROOKFIELD INFRASTRUCTURE, L.P.	AT COST	0	0
ENTERPRISE PRODUCTS PARTNERS L.P.	AT COST	0	0
FORTRESS TRANSPORTATION & INFRASTRUCTURE INVESTORS LLC	AT COST	0	0
MAGELLAN MIDSTREAM PARTNERS L.P.	AT COST	0	0
SUNOCO LP	AT COST	0	0
THE BLACKSTONE GROUP L.P.	AT COST	0	0

TY 2016 Legal Fees Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	225	225		0

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TY 2016 Other Assets Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CONSTABLE PARTNERS, LP - DISTRIBUTION RECEIVABLE	0	350,000	350,000

TY 2016 Other Decreases Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Description	Amount
UNREALIZED LOSS FROM INVESTMENTS	14,684

TY 2016 Other Expenses Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTION-K-1	64,854	64,854		0
FILING TAX FEES	15	0		15
NON-DEDUCTABLE EXP -PER K-1	1	0		0
INVESTMENT MANAGEMENT FEES	74,015	74,015		0
COST OF BENEFITS	631	0		0

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TY 2016 Other Income Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SUNOCO LP ORDINARY GAIN	-238	-238	-238
ENTERPRISE PRODUCTS PARTNERS LP ORDINARY GAIN	1,359	1,359	1,359
MAGELLAN MIDSTREAM PARTNERS LP ORDINARY GAIN	1,860	1,860	1,860

TY 2016 Other Increases Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Description	Amount
PRIOR PERIOD ADJUSTMENT	250,000

TY 2016 Other Liabilities Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Description	Beginning of Year - Book Value	End of Year - Book Value
AMERITRADE - SHORT OPTIONS MARGIN	14,588	4,329

TY 2016 Taxes Schedule

Name: THE SIMON FAMILY FOUNDATION

EIN: 36-4325958

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	13,000	0		0
FOREIGN TAXES PAID	165	165		0
FOREIGN TAXES PAID - K-1S	1,133	1,133		0