

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491318025617		
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 ARKES FAMILY FOUNDATION			A Employer identification number 46-1536842			
Number and street (or P.O. box number if mail is not delivered to street address) 1000 N LAKE SHORE PLAZA NO 27A		Room/suite	B Telephone number (see instructions) (312) 280-8292			
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60611			C If exemption application is pending, check here			
G Check all that apply Initial return Final return Address change Initial return of a former public charity Amended return Name change			D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation			
H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,365,113		J Accounting method Cash 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)	0			
	2	Check if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	255,894	255,894		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	19,731			
	b	Gross sales price for all assets on line 6a	1,348,791			
	7	Capital gain net income (from Part IV, line 2)		19,731		
	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)	1,227	1,227			
12	Total. Add lines 1 through 11	276,852	276,852			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,000	2,000		2,000
	c	Other professional fees (attach schedule)				
	17	Interest	1,234	1,234		0
	18	Taxes (attach schedule) (see instructions)	1,163	163		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	71,999	71,901		41
	24	Total operating and administrative expenses. Add lines 13 through 23	78,396	75,298		2,041
	25	Contributions, gifts, grants paid	1,078,268			1,078,268
26	Total expenses and disbursements. Add lines 24 and 25	1,156,664	75,298		1,080,309	
27	Subtract line 26 from line 12					
a	Excess of revenue over expenses and disbursements	-879,812				
b	Net investment income (if negative, enter -0-)		201,554			
c	Adjusted net income (if negative, enter -0-)					
For Paperwork Reduction Act Notice, see instructions.			Cat No 11289X		Form 990-PF (2016)	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	331,138	230,383	230,383
	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)	5,319,800	4,785,749	5,631,259
	c	Investments—corporate bonds (attach schedule)	2,525,030	2,211,190	2,149,248
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,247,314	1,316,148	1,354,223
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,423,282	8,543,470	9,365,113	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	9,423,282	8,543,470	
	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)	9,423,282	8,543,470		
31	Total liabilities and net assets/fund balances (see instructions) .	9,423,282	8,543,470		

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	9,423,282
2	Enter amount from Part I, line 27a	2	-879,812
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	8,543,470
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	8,543,470

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES - NORTHERN TRUST			
b FROM K-1 PRIVATE EQUITY CORE FUND (QP) VI LP	P		
c FROM K-1 PRIVATE EQUITY CORE FUND V LP	P		
d CAPITAL GAINS DIVIDENDS	P		
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 1,269,853		1,329,060	-59,207
b 1,117			1,117
c 22,571			22,571
d 55,250			55,250
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			-59,207
b			1,117
c			22,571
d			55,250
e			

2 Capital gain net income or (net capital loss)	2	19,731
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	665,980	10,149,876	0 065615
2014	498,701	10,708,700	0 046570
2013	49,422	10,030,933	0 004927
2012	0	9,860,699	0 000000
2011			

2 Total of line 1, column (d)	2	0 117112
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 029278
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	9,213,299
5 Multiply line 4 by line 3	5	269,747
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,016
7 Add lines 5 and 6	7	271,763
8 Enter qualifying distributions from Part XII, line 4	8	1,080,309

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,016
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	2,016
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	2,016
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,524
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,524
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	508
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 508 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 ► N/A	13	Yes	
14	The books are in care of ► MICHAEL A ARKES Telephone no ► (312) 280-8292			

Located at **►** 1000 N LAKE SHORE PLAZA NO 27A CHICAGO IL ZIP+4 **►** 60611

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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 <ul style="list-style-type: none"> (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
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? <input type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL ARKES 1000 N LAKE SHORE PLAZA 27A CHICAGO, IL 60611	PRESIDENT 3 00	0	0	0
HELEN ARKES 1000 N LAKE SHORE PLAZA 27A CHICAGO, IL 60611	DIRECTOR 0 20	0	0	0
JOHN ERAMO 2104 NW EVERETT STREET PORTLAND, OR 97210	DIRECTOR 0 10	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 NONE	0
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 NONE	0
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	9,245,330
b	Average of monthly cash balances.	1b	108,273
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,353,603
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	9,353,603
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	140,304
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,213,299
6	Minimum investment return. Enter 5% of line 5.	6	460,665

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	460,665
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,016
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,016
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	458,649
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	458,649
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	458,649

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,080,309
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,080,309
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	2,016
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,078,293

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				458,649
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			350,630	
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.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,080,309				
a Applied to 2015, but not more than line 2a			350,630	
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.				458,649
e Remaining amount distributed out of corpus	271,030			
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	271,030			
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	271,030			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.	271,030			

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

MICHAEL ARKES

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,078,268
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					
4 Dividends and interest from securities.			14	255,894	
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	1,227	
8 Gain or (loss) from sales of assets other than inventory			18	19,731	
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		276,852	0
13 Total. Add line 12, columns (b), (d), and (e).			13		276,852

(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.

* * * * *

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name TERRENCE COAKLEY	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00091665
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 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>				
A BETTER CHICAGO 600 W VAN BUREN STREET STE 510 CHICAGO, IL 60607	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
ALLIANCE TO END HOMELESSNESS IN SUBURBAN COOK COUNTY 4415 HARRISON STREET STE 228 HILLSIDE, IL 60162	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION INC 225 N MICHIGAN AVENUE STE 1700 CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
AMERICAN CIVIL LIBERTIES UNION 180 N MICHIGAN AVENUE CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total ▶ 3a				1,078,268

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>				
AMERICAN HEART ASSOCIATION INC 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
AMNESTY INTERNATIONAL OF THE USA INC 5 PENN PLAZA 16TH FLOOR NEW YORK, NY 10001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
ANSHE EMET SYNAGOGUE 3751 N BROADWAY STREET CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	4,111
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	29,120
BERNARD ZELL ANSHE EMET DAY SCHOOL 3751 N BROADWAY STREET CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
Total ▶ 3a				1,078,268

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

<div>Recipient</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>Name and address (home or business)</div>				
a <i>Paid during the year</i>				
BNAI BRITH YOUTH ORGANIZATION INC 800 8TH STREET NW WASHINGTON, DC 20001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
BOWEN HIGHSCHOOL ALUMNI ASSOCIATION INC 1159 LINCOLN AVENUE S HIGHLAND PARK, IL 60035	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
BRADY CENTER TO PREVENT GUN VIOLENCE 840 1ST STREET NE STE 400 WASHINGTON, DC 20002	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
CARA PROGRAM 237 S DES PLAINES STREET CHICAGO, IL 60661	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
CHAI LIFELINE CHILDRENS FUND INC 151 W 30TH STREET NEW YORK, NY 10001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total ▶ 3a	1,078,268			

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>				
CHICAGO ARCHITECTURE FOUNDATION 224 S MICHIGAN AVENUE CHICAGO, IL 60604	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	60
CHICAGO CHILDRENS ADVOCACY CENTER 1240 S DAMEN AVENUE CHICAGO, IL 60608	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	880
CHICAGO CHILDRENS CHOIR 78 E WASHINGTON STREET CHICAGO, IL 60602	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
CHICAGO HOUSE AND SOCIAL SERVICE AGENCY 1925 N CLYBOURN AVENUE STE 401 CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
CHRISTOPHER HOUSE 1611 W DIVISION STREET APT 208 CHICAGO, IL 60622	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ► 3a				1,078,268

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>				
CITY ELEMENTARY 2230 N LINCOLN PARK W H1 CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
CITY OF HOPE 20 N WACKER DRIVE STE 750 CHICAGO, IL 60606	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
COMMITTEE FOR ACCURACY IN MIDDLE EAST REPORTING IN AMERICA INC PO BOX 35040 BOSTON, MA 02135	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
COOPERATIVE FOR ASSISTANCE AND RELIEF EVERYWHERE INC 151 ELLIS STREET NE ATLANTA, GA 30303	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
COUNCIL FOR JEWISH ELDERLY 3003 W TOUHY AVENUE CHICAGO, IL 60645	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ► 3a				1,078,268

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>				
DELTA INSTITUTE 35 E WACKER DRIVE STE 1200 CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
DIGESTIVE HEALTH FOUNDATION 251 E HURON STREET STE 3-200 CHICAGO, IL 60611	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	3,500
DOCTORS WITHOUT BORDERS USA INC 333 SEVENTH AVENUE STE 2ND FLOOR NEW YORK, NY 10001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
ENVIRONMENTAL DEFENSE FUND INCORPORATED 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
ENVIRONMENTAL LAW & POLICY CENTER OF THE MIDWEST 35 E WACKER DRIVE STE 1600 CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total ► 3a				1,078,268

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>				
EPIC ACADEMY 8255 S HOUSTON AVENUE CHICAGO, IL 60617	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	160
FAMILY INSTITUTE 618 LIBRARY PLACE EVANSTON, IL 60201	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
FINCA INTERNATIONAL INC 1201 15TH STREET NW 8TH FLOOR WASHINGTON, DC 20005	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
FOOD ALLERGY RESEARCH & EDUCATION INC 7925 JONES BRANCH DRIVE STE 1100 MCLEAN, VA 22102	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
FOREFRONT 208 S LA SALLE STREET STE 1540 CHICAGO, IL 60604	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,400
Total ► 3a				1,078,268

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>				
FRANCIS W PARKER SCHOOL 330 W WEBSTER AVENUE CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	21,000
FRIENDS OF UNITED HATZALAH INC INC 300 E 51ST STREET STE 8G NEW YORK, NY 10022	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
GEORGIA ROTARY STUDENT PROGRAM INC PO BOX 61327 SAVANNAH, GA 31420	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
GREATER CHICAGO FOOD DEPOSITORY 4100 W ANN LURIE PLACE CHICAGO, IL 60632	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
GROWING HOME INC 2732 N CLARK STREET CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
Total ▶ 3a				1,078,268

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>				
HABITAT FOR HUMANITY CHICAGO 1100 W CERMAK ROAD STE 404 CHICAGO, IL 60608	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
HADASSAH FOUNDATION INC 40 WALL STREET NEW YORK, NY 10005	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
HEIFER INTERNATIONAL FOUNDATION 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
HELPING HAND INCENTIVES 641 W WILLOW STREET APT 138 CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	922,000
HIAS INC 1300 SPRING STREET STE 500 SILVER SPRING, MD 20910	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				1,078,268

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>				
HIGHTSIGHT 315 W WALTON STREET CHICAGO, IL 60610	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 1532 W FREDONIA AVENUE PEORIA, IL 61606	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
HOLOCAUST MEMORIAL FOUNDATION OF ILLINOIS INC 9603 WOODS DRIVE SKOKIE, IL 60077	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
HOMES FOR OUR TROOPS INC 6 MAIN STREET TAUNTON, MA 02780	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
HONDURAS EDUCATIONAL DEVELOPMENT ASSISTANCE CORP NFP 8780 S KOSTNER AVENUE HOMETOWN, IL 60456	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total 				1,078,268
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>				
HUMAN RIGHTS WATCH INC 350 FIFTH AVENUE 34TH FLOOR NEW YORK, NY 10118	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,900
IMPACT 100 CHICAGO NFP PO BOX 607 PALATINE, IL 60078	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,100
INSPIRATION CORPORATION 4554 N BROADWAY STREET STE 207 CHICAGO, IL 60640	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
INSTITUTE FOR PSYCHOANALYSIS CHICAGO 122 S MICHIGAN AVENUE STE 1300 CHICAGO, IL 60603	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
JDRF INTERNATIONAL 26 BROADWAY 14TH FLOOR NEW YORK, NY 10004	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ► 3a				1,078,268

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>				
JEWISH COUNCIL ON URBAN AFFAIRS 610 S MICHIGAN AVENUE CHICAGO, IL 60605	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
JEWISH GENEALOGICAL SOCIETY OF ILLINOIS PO BOX 515 NORTHBROOK, IL 60065	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
LAKEVIEW PANTRY 3945 N SHERIDAN ROAD CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
LINCOLN PARK COMMUNITY SHELTER 600 W FULLERTON PARKWAY CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
LINCOLN PARK ZOOLOGICAL SOCIETY 2001 N CLARK STREET CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	72
Total 				1,078,268
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>				
LITERATURE FOR ALL OF US 2010 DEWEY AVENUE EVANSTON, IL 60201	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	150
MAKE-A-WISH FOUNDATION OF ILLINOIS INC 640 N LASALLE DRIVE NO 280 CHICAGO, IL 60654	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
MAOT CHITIM OF GREATER CHICAGO INC 7366 N LINCOLN AVENUE LINCOLNWOOD, IL 60712	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
MASORTI FOUNDATION FOR CONSERVATIVE JUDAISM IN ISRAEL 475 RIVERSIDE DRIVE STE 832 NEW YORK, NY 10115	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	360
MAZON INC A JEWISH RESPONSE TO HUNGER 10850 WILSHIRE BOULEVARD STE 400 LOS ANGELES, CA 90024	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
Total ► 3a				1,078,268

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>				
MEALS ON WHEELS FOUNDATION OF COOK COUNTY 3239 GROVE AVENUE STE 202 BERWYN, IL 60402	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
MEDLIFE 517 S MAIN STREET WHITE RIVER JUNCTION, VT 05001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
MERCADO GLOBAL INC 254 36TH STREET UNIT 41 STE C308 BROOKLYN, NY 11232	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
METAVIVOR RESEARCH AND SUPPORT INC 1783 FOREST DRIVE ANNAPOLIS, MD 21401	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
MUSCULAR DYSTROPHY ASSOCIATION 222 S RIVERSIDE PLACE STE 1500 CHICAGO, IL 60606	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total ▶ 3a				1,078,268

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>				
NATIONAL COUNCIL OF JEWISH WOMEN INCORPORATED 475 RIVERSIDE DRIVE STE 1901 NEW YORK, NY 10115	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE NEW YORK, NY 10017	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
NATIONAL ORGANIZATION FOR WOMEN INC 1100 H STREET NW STE 300 WASHINGTON, DC 20005	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	400
NATIONAL PARKINSON FOUNDATION INC PO BOX 880145 BOCA RATON, FL 33488	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
NEIGHBORHOOD HOUSING SERVICES OF CHICAGO INC 1279 N MILWAUKEE AVENUE CHICAGO, IL 60622	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
Total ▶ 3a				1,078,268

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>				
NIGHT MINISTRY 4711 N RAVENSWOOD AVENUE CHICAGO, IL 60640	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
ONE ACRE FUND 1954 FIRST STREET 183 HIGHLAND PARK, IL 60035	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
OXFAM AMERICA ACTION FUND INC 226 CAUSEWAY STREET 5TH FLOOR BOSTON, MA 02114	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
PLANNED PARENTHOOD OF ILLINOIS 18 S MICHIGAN AVENUE 6TH FLOOR CHICAGO, IL 60603	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
PODER LEARNING CENTER 1637 S ALLPORT STREET CHICAGO, IL 60608	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				1,078,268

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>				
PURDUE RESEARCH FOUNDATION 1281 WIN HENTSCHEL BOULEVARD WEST LAFAYETTE, IN 47906	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
RESPOND NOW INC PO BOX 215 CHICAGO HEIGHTS, IL 60412	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	6,000
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 111 N WABASH AVENUE 500 CHICAGO, IL 60602	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
SAVE THE CHILDREN FEDERATION INC 501 KINGS HIGHWAY EAST STE 400 FAIRFIELD, CT 06825	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
SHALVA INC PO BOX 46375 CHICAGO, IL 60646	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				1,078,268

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>				
SMITHSONIAN INSTITUTION OFFICE OF THE COMPTROLLER 1000 JEFFERSON DRIVE SW WASHINGTON, DC 20560	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	75
SOUTH SUBURBAN FAMILY SHELTER 18139 HARWOOD AVENUE HOMWOOD, IL 60430	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
SPECIAL OLYMPICS ILLINOIS 605 E WILLOW STREET NORMAL, IL 61761	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
STORYCATCHERS THEATRE 544 W OAK STREET STE 1005 CHICAGO, IL 60610	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total 				1,078,268
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>				
TEACH FOR AMERICA INC 25 BROADWAY 12TH FLOOR NEW YORK, NY 10004	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	11,680
TECHNOSERVE INC 1120 19TH STREET NW 8TH FLOOR WASHINGTON, DC 20036	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
THE ARK 6450 N CALIFORNIA AVENUE CHICAGO, IL 60645	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
THE CHICAGO LIGHTHOUSE FOR PEOPLE WHO ARE BLIND OR VISUALLY IMPAIRED 1850 W ROOSEVELT ROAD CHICAGO, IL 60608	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
MENTAL HEALTH LEADERSHIP INITIATIVE INC DBA THE KENNEDY FORUM 14 CENTRAL AVENUE ISLAND HEIGHTS, NJ 08732	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
Total ▶ 3a				1,078,268

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>				
THE SALVATION ARMY 5550 PRAIRIE STONE PARKWAY HOFFMAN ESTATES, IL 60192	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
THE THRESHOLDS 4101 N RAVENSWOOD AVENUE CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
UNION OF CONCERNED SCIENTISTS INC 2 BRATTLE SQUARE STE 6 CAMBRIDGE, MA 02138	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
UNITED STATES ASSOCIATION FOR UNHCR 1775 K STREET WASHINGTON, DC 20006	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
UNITED STATES HOLOCAUST MEMORIAL COUNCIL 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
Total 3a				1,078,268

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 ILLINOIS FOUNDATION 1305 W GREEN STREET URBANA, IL 61801	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
WOLCOTT SCHOOL 853 N ELSTON AVENUE CHICAGO, IL 60642	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
SEARCH FOR VISION UNIVERSITY OF ILLINOIS FOUNDATION 1305 W GREEN STREET URBANA, IL 61801	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
WORLD WILDLIFE FUND INC 1250 24TH STREET NW WASHINGTON, DC 20037	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total 				1,078,268
3a				

TY 2016 Accounting Fees Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,000	2,000		2,000

TY 2016 Investments Corporate Bonds Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN FDS CORE BD FD	423,203	408,939
MFB NORTHERN FDS FIXED INCOME FD	387,715	376,628
MFB NORTHERN FDS ULTRA SHORT FIXED	0	0
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	334,828	301,050
MFC FLEX SHARES TR IBOXX 3 YR	179,445	178,013
MFO BLACKROCK FDS HIGH YIELD BD	294,560	302,945
MFO DOUBLELINE CORE FIXED INCOME FUND I	591,439	581,673

TY 2016 Investments Corporate Stock Schedule

Name: ARKES FAMILY FOUNDATION
EIN: 46-1536842

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	23,418	31,250
ABBOTT LABORATORIES	19,483	18,053
ABBVIE INC.COM	11,520	16,219
AIR PRODUCTS AND CHEMICALS, INC	8,936	9,061
ALTRIA GROUP INC	16,268	26,439
AMGEN INC	15,264	13,013
ANALOG DEVICES INC	0	0
AUTOMATIC DATA PROCESSING	7,333	13,464
BB&T CORP	29,785	36,817
BLACKROCK INC	18,780	25,877
CISCO SYSTEMS INC	20,182	26,956
COCA COLA CO	21,640	22,057
CROWN CASTLE INTL CORP	22,276	23,081
EMERSON ELECTRIC CO	0	0
FASTENAL CO	18,201	20,060
GALLAGHER ARTHUR J & CO	0	0
GENERAL ELECTRIC CO	17,082	22,720
HASBRO INC	10,421	14,702
HOME DEPOT INC	24,339	28,157
ILLINOIS TOOL WORKS INC	8,710	9,429
JOHNSON & JOHNSON	21,523	28,457
JP MORGAN CHASE & CO	25,362	36,328
KIMBERLY-CLARK CORP	6,793	8,331
LOCKHEED MARTIN CORP	11,716	23,494
LYONDELLBASELL INDUSTRIES	14,146	15,097
MAXIM INTEGRATED PRODS INC	13,108	15,197
MEDTRONIC PLC	10,640	10,043
MERCK & CO INC	13,277	16,778
MFB NORTHERN FDS STK INDEX	1,363,188	1,897,251
MFB NORTHERN INTL EQUITY INDEX	1,346,493	1,277,571

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN MID CAP INDEX	382,104	475,431
MFC VANGUARD FTSE EMERGING MKTS	200,254	179,437
MFO DFA INVT DIMENSIONS GROUP INC EMERGING MKTS	197,238	179,395
MFO DFA SMALL CAP PORTFOLIO	364,996	499,353
MFO VANGUARD TOTAL STOCK MARKET INDEX FUND	200,000	236,774
MICROSOFT CORP	23,798	40,515
NEXTERA ENERGY INC	20,893	27,356
OCCIDENTAL PETROLEUM CORP	23,185	23,221
PAYCHEX INC	17,608	25,935
PEPSICO INC	29,056	31,912
PFIZER INC	23,696	23,386
PHILIP MORRIS INTL	19,281	19,579
PNC FINANCIAL SERVICES GROUP	12,748	17,310
PRICE T ROWE GROUP INC	16,896	15,805
PUBLIC STORAGE	6,419	7,152
REALTY INCOME CORP	10,162	9,887
QUALCOMM INC	14,606	15,061
SMUCKER JM CO	0	0
SPECTRA ENERGY CORP	21,155	27,654
TARGET CORP	22,165	19,863
TEXAS INSTRUMENTS INC	19,042	22,694
VENTAS INC	21,532	22,945
WEC ENERGY GROUP INC	19,031	24,692
WELLTOWER INC	0	0

TY 2016 Investments - Other Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MFC FLEX SHARES TR MORNINGSTAR GLOBAL	AT COST	377,165	312,394
MFO DFA INVT DIMENSIONS GROUP INC INTL REAL ESTATE	AT COST	260,113	329,141
MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE	AT COST	273,549	246,241
PRIVATE EQUITY CORE FUND V LP	AT COST	331,288	382,588
PRIVATE EQUITY CORE FUND VI	AT COST	74,033	83,859

TY 2016 Other Expenses Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHERN TRUST FEES	43,323	43,323		0
IL SECRETARY OF STATE	10	0		10
OTHER EXPENSES	57	0		0
FROM K-1 PRIVATE EQUITY CORE FUND V LP	20,306	20,277		29
FROM K-1 PRIVATE EQUITY CORE FUND (QP) VI LP	8,303	8,301		2

TY 2016 Other Income Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NORTHERN TRUST	133	133	133
FROM K-1 PRIVATE EQUITY CORE FUND V LP	1,000	1,000	1,000
FROM K-1 PRIVATE EQUITY CORE FUND (QP) VI LP	94	94	94

TY 2016 Taxes Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	1,000	0		0
FOREIGN TAXES	163	163		0