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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

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

DAVID MINKIN FOUNDATION XXXXX4006

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

10 S DEARBORN IL1-0111

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

CHICAGO, IL 60603

G Check all that apply.

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 20,384,574.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

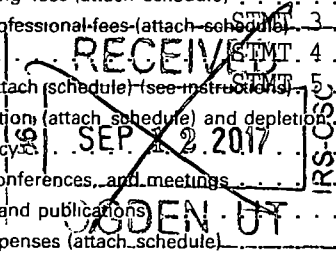
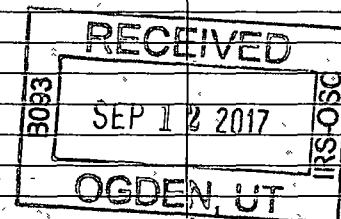
55-0874960

B Telephone number (see instructions)

866-888-5157

C If exemption application is
pending, check here. ☐D 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here. ☐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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	472,105.	472,087.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	94,986.			
b Gross sales price for all assets on line 6a 5,387,687.				
7 Capital gain net income (from Part IV, line 2)		94,986.		
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)	277.	76.		STMT 2
12 Total. Add lines 1 through 11	567,368.	567,149.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	3,256.	1,954.		1,303.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	93,725.	93,725.		
17 Interest	1,039.	1,039.		
18 Taxes (attach schedule) (see instructions)	5,749.	5,749.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23.	103,769.	102,467.	NONE	1,303.
25 Contributions, gifts, grants paid	1,090,000.			1,090,000.
26 Total expenses and disbursements Add lines 24 and 25	1,193,769.	102,467.	NONE	1,091,303.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-626,401.			
b Net investment income (if negative, enter -0-)		464,682.		
c Adjusted net income (if negative, enter -0-)				



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SCANNED SEP 13 2017

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			
	2	Savings and temporary cash investments	262,785.	376,719.	376,719.
	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 ▶	NONE		
	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) . STMT 6	11,908,757.	11,688,601.	13,835,069.
	c	Investments - corporate bonds (attach schedule) . STMT 12	3,400,114.	2,613,258.	2,606,344.
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 13	2,968,828.	2,959,706.	3,566,442.	
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)	18,540,484.	17,638,284.	20,384,574.	
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)		NONE		
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	18,540,484.	17,638,284.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	18,540,484.	17,638,284.	
	31	Total liabilities and net assets/fund balances (see instructions)	18,540,484.	17,638,284.	

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	18,540,484.
2	Enter amount from Part I, line 27a	2	-626,401.
3	Other increases not included in line 2 (itemize) ▶ OTHER ADJUSTMENT	3	3.
4	Add lines 1, 2, and 3	4	17,914,086.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	275,802.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,638,284.

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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					
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 5,387,687.		5,292,701.	94,986.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			94,986.		
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	94,986.	
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.

(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	1,096,721.	21,973,850.	0.049910
2014	1,041,680.	22,348,971.	0.046610
2013	998,000.	21,310,492.	0.046831
2012	992,500.	20,136,063.	0.049290
2011	1,029,418.	20,415,326.	0.050424
2 Total of line 1, column (d)			2 0.243065
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 0.048613
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 20,089,108.
5 Multiply line 4 by line 3.			5 976,592.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,647.
7 Add lines 5 and 6			7 981,239.
8 Enter qualifying distributions from Part XII, line 4 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.			8 1,091,303.

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	4,647.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations- enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	4,647.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,647.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	23,456.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	23,456.	
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	18,809.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> 4,648. Refunded <input type="checkbox"/>	11	14,161.	

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► JP MORGAN CHASE BANK, N.A. Telephone no. ► (866) 888-5157 Located at ► 10 S DEARBORN ST; MC; IL1-0117, CHICAGO, IL ZIP+4 ► 60603		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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?	<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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ **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? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ 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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JP MORGAN CHASE BANK, N.A. 10 S DEARBORN ST; MC, IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	3,256.	-0-	-0-
HOWARD LESTER 10 S DEARBORN ST, MC; IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	-0-	-0-	-0-
PATRICIA B LESTER 10 S DEARBORN ST; MC; IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	-0-	-0-	-0-
PAUL BRIGER 10 S DEARBORN ST; MC, IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	-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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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

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

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	
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	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	19,944,982.
b	Average of monthly cash balances	1b	450,051.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	20,395,033.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	20,395,033.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	305,925.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,089,108.
6	Minimum investment return. Enter 5% of line 5	6	1,004,455.

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	1,004,455.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,647.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,647.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	999,808.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	999,808.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	999,808.

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	1,091,303.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,091,303.
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	4,647.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,086,656.

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				999,808.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			1,089,645.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,091,303.</u>				
a Applied to 2015, but not more than line 2a			1,089,645.	
b Applied to undistributed income of prior years (Election required--see instructions)		NONE		
c Treated as distributions out of corpus (Election required--see instructions)	NONE			
d Applied to 2016 distributable amount				1,658.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount--see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount--see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				998,150.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

NOT APPLICABLE

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines.

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

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

Recipient	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 Paid during the year				
SEE STATEMENT 30				1,090,000.
Total			3a	1,090,000.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

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	472,105.	
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					
8	Gain or (loss) from sales of assets other than inventory			18	94,986.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	DEFERRED INCOME			14	201.	
c	OTHER INCOME			14	76.	
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				567,368.	
13	Total. Add line 12; columns (b), (d), and (e)					567,368.

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

[illegible]

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

- | 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? | | Yes | No |
|---|--------------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[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.

Signature of officer or trustee

Date _____

Title


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

**Paid
Preparer
Use Only**

Print/Type preparer's name

KELLY NEUGEBAUER

Preparer's signature


 I.D.

Date

08/25/2017

7	Check <input type="checkbox"/> if self-employed
---	---

PTIN

P01285591

Firm's name ► DELOITTE TAX LLP

Firm's address ► 127 PUBLIC SQUARE
CLEVELAND, OH

44114

Phone no 312-486-9652

Form **990-PF** (2016)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	74,436.	74,436.
NONDIVIDEND DISTRIBUTIONS	18.	
DOMESTIC DIVIDENDS	317,268.	317,268.
CORPORATE INTEREST	106.	106.
EXEMPT INTEREST NOT SUBJECT TO AMT - STA	288.	288.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	2,782.	2,782.
EXEMPT DIVIDENDS NOT SUBJECT TO AMT - ST	65.	65.
NONQUALIFIED FOREIGN DIVIDENDS	6,505.	6,505.
NONQUALIFIED DOMESTIC DIVIDENDS	70,637.	70,637.
TOTAL	472,105.	472,087.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DEFERRED INCOME	201.	
OTHER INCOME	76.	76.
TOTALS	277.	76.
	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INVESTMENT MANAGEMENT FEES	93,725.	93,725.
-----	-----	-----
TOTALS	93,725.	93,725.
-----	=====	=====

FORM 990PF, PART I - INTEREST EXPENSE

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST/INVESTMENT EXPENSES	1,039.	1,039.
TOTALS	1,039.	1,039.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	4,675.	4,675.
FOREIGN TAXES ON QUALIFIED FOR	938.	938.
FOREIGN TAXES ON NONQUALIFIED	136.	136.
	-----	-----
TOTALS	5,749.	5,749.
	=====	=====

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
375204 ABB LTD-SPON ADR	13,897.	14,644.
2824100 ABBOTT LABORATORIES	329,263.	317,689.
18581108 ALLIANCE DATA SYSTEMS	28,343.	26,735.
18805101 ALLIANZ SE-SPON ADR	15,707.	14,914.
23135106 AMAZON.COM INC	7,135.	44,992.
31162100 AMGEN INC	298,778.	308,211.
46353108 ASTRAZENECA PLC-SPONS	9,941.	9,289.
53015103 AUTOMATIC DATA PROCES	172,052.	355,619.
54937107 BB&T CORP	239,916.	316,821.
60505104 BANK OF AMERICA CORP	62,462.	86,146.
72730302 BAYER AG-SPONSORED AD	18,393.	18,770.
88606108 BHP BILLITON LTD-SPON	6,225.	4,294.
96813209 BOC HONG KONG HLDS-SP	7,822.	8,228.
110448107 BRITISH AMERICAN TOB	14,575.	15,774.
126132109 CNOOC LTD-SPON ADR	11,888.	7,438.
139098107 CAPGEMINI SA - UNSPO	15,383.	13,486.
149123101 CATERPILLAR INC	85,000.	92,740.
151020104 CELGENE CORP	15,053.	48,847.
172967424 CITIGROUP INC	6,947.	10,995.
174610105 CITIZENS FINANCIAL G	32,565.	49,633.
192446102 COGNIZANT TECH SOLUT	19,644.	35,859.
194162103 COLGATE-PALMOLIVE CO	201,015.	283,617.
200340107 COMERICA INC	77,123.	107,954.
210771200 CONTINENTAL AG-SPONS	19,943.	17,980.
251566105 DEUTSCHE TELEKOM AG-	24,399.	26,591.
256206103 DODGE & COX INTL STO	250,000.	309,253.
278865100 ECOLAB INC	7,873.	16,411.
404280406 HSBC HOLDINGS PLC-SP	19,099.	15,429.
423012301 HEINEKEN NV-SPN ADR	12,295.	13,281.

DAVID MINKIN FOUNDATION XXXXX4006
FORM 990PF, PART II - CORPORATE STOCK
=====

55-0874960

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
437076102 HOME DEPOT INC	214,294.	356,385.
438128308 HONDA MOTOR CO LTD-S	9,845.	8,611.
452308109 ILLINOIS TOOL WORKS	167,156.	368,237.
452327109 ILLUMINA INC	24,635.	37,900.
455793109 INDITEX-UNSPON ADR	13,679.	16,766.
456837103 ING GROEP N.V.-SPONS	39,743.	42,441.
471105205 JAPAN TOBACCO INC-UN	12,988.	13,476.
478160104 JOHNSON & JOHNSON	189,531.	341,137.
479142507 JOHNSON MATTHEY PLC-		
481246700 JPMORGAN CHASE & CO	500,000.	519,200.
493267108 KEYCORP	995.	1,553.
500467501 KONINKLIJKE AHOLD DE	17,171.	17,065.
502117203 L'OREAL-UNSPONSORED	13,389.	13,326.
502441306 LVMH MOET HENNESSY-U	19,617.	22,569.
539439109 LLOYDS BANKING GROUP	20,819.	20,203.
577130834 MATTHEWS PACIFIC TIG	450,000.	551,338.
580135101 MCDONALD'S CORP	228,788.	316,837.
594918104 MICROSOFT CORP	316,890.	461,017.
609207105 MONDELEZ INTERNATION	295,639.	299,272.
617446448 MORGAN STANLEY	14,143.	19,055.
626188106 MUENCHENER RUECK-UNS	28,893.	29,789.
641069406 NESTLE SA-SPONS ADR	15,084.	15,424.
654106103 NIKE INC -CL B	23,564.	25,466.
654624105 NIPPON TELEGRAPH & T	7,914.	12,621.
655844108 NORFOLK SOUTHERN COR	122,606.	216,140.
666807102 NORTHROP GRUMMAN COR	224,787.	243,976.
686331109 ORKLA ASA-SPON ADR	8,803.	10,057.
693475105 PNC FINANCIAL SERVIC	286,501.	396,728.
695263103 PACWEST BANCORP	13,657.	18,727.

DAVID MINKIN FOUNDATION XXXXX4006
FORM 990PF, PART II - CORPORATE STOCK
=====

55-0874960

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
713448108 PEPSICO INC	180,430.	286,163.
715302915 PERSHING SQUARE HOLD	2,138,827.	1,813,763.
715684106 TELEKOMUNIK INDONESIA	6,117.	9,040.
718546104 PHILLIPS 66	315,340.	357,392.
741503403 PRICELINE GROUP INC/	30,964.	36,652.
742935406 OSTERWEIS FD	250,000.	266,724.
743476202 PROSIEBEN SAT.1-UNSP	12,644.	11,124.
747525103 QUALCOMM INC	244,558.	327,043.
767204100 RIO TINTO PLC-SPON A	18,573.	23,653.
771195104 ROCHE HOLDINGS LTD-S	68,297.	55,006.
780259107 ROYAL DUTCH SHELL-SP	7,151.	5,797.
783513203 RYANAIR HLDGS PLC SP	11,179.	16,152.
808513105 SCHWAB (CHARLES) COR	22,910.	32,721.
818800104 SGS SA-UNSPONSORED A	10,605.	11,138.
824348106 SHERWIN-WILLIAMS CO/	334,820.	328,669.
826197501 SIEMENS AG-SPONS ADR	13,188.	14,690.
867914103 SUNTRUST BANKS INC	9,972.	13,932.
887317303 TIME WARNER INC	72,796.	96,530.
891160509 TORONTO-DOMINION BAN	1,647.	1,628.
904784709 UNILEVER N V -NY SHA	30,065.	31,206.
911271302 UNITED OVERSEAS BANK	11,353.	10,693.
923725105 VERMILION ENERGY INC	11,769.	14,338.
927320101 VINCI S.A.-UNSPONS A	16,918.	17,292.
989701107 ZIONS BANCORPORATION	30,359.	34,131.
989825104 ZURICH INSURANCE GRO	13,347.	13,509.
999999999		
8.7612E+110 TARGET CORP	272,289.	311,311.
8.9151E+113 TOTAL SA-SPON ADR	60,623.	67,790.
6.738E+207 BARCLAYS PLC-SPONS	40,796.	41,811.

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----
00435F309 ACCOR SA-SPONSORED A	13,782.	13,546.
02079K305 ALPHABET INC/CA-CL A	7,889.	22,981.
03027X100 AMERICAN TOWER CORP	11,037.	26,737.
03076K108 AMERIS BANCORP	1,155.	1,570.
03938L104 ARCELORMITTAL-NY REG	13,737.	11,446.
05523R107 BAE SYSTEMS PLC -SPO	13,027.	14,660.
05534B760 BCE INC	12,326.	11,891.
05565A202 BNP PARIBAS-ADR	29,431.	28,092.
12572Q105 CME GROUP INC	23,880.	28,953.
12626K203 CRH PLC-SPONSORED AD	11,624.	14,680.
14040H105 CAPITAL ONE FINANCIA	16,224.	18,233.
17275R102 CISCO SYSTEMS INC	306,185.	321,450.
20825C104 CONOCOPHILLIPS	108,877.	100,280.
23636T100 DANONE-SPONS ADR	15,688.	13,951.
25243Q205 DIAGEO PLC-SPONSORED	9,412.	9,355.
29286D105 ENGIE	9,336.	6,625.
29444U700 EQUINIX INC	12,993.	26,091.
30231G102 EXXON MOBIL CORP	273,949.	298,309.
30255G103 FCB FINANCIAL HOLDIN	1,599.	1,622.
30303M102 FACEBOOK INC-A	28,063.	33,365.
32055Y201 FIRST INTERSTATE BAN	9,192.	12,084.
35671D857 FREEPORT-MCMORAN INC	33,620.	13,190.
37733W105 GLAXOSMITHKLINE PLC-	17,721.	14,634.
45262P102 IMPERIAL BRANDS PLC-	7,433.	9,146.
45662N103 INFINEON TECHNOLOGIE	12,698.	18,870.
46120E602 INTUITIVE SURGICAL I	8,443.	17,757.
55261F104 M & T BANK CORP	1,227.	1,564.
55315J102 MMC NORILSK NICKEL P	7,720.	7,868.
56501R106 MANULIFE FINANCIAL C	11,253.	12,296.

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
59410T106 MICHELIN (CGDE) -UNSP	15,733.	17,102.
64110L106 NETFLIX INC	17,169.	21,294.
65339F101 NEXTERA ENERGY INC	104,929.	220,404.
66987V109 NOVARTIS AG-SPONSORE	12,194.	13,111.
67066G104 NVIDIA CORP	13,114.	23,269.
70450Y103 PAYPAL HOLDINGS INC	30,125.	31,773.
74435K204 PRUDENTIAL PLC-ADR	18,213.	16,951.
7591EP100 REGIONS FINANCIAL CO	76,331.	95,049.
78409V104 S&P GLOBAL INC	25,372.	29,466.
78467K107 SSE PLC-SPN ADR	10,306.	7,988.
80105N105 SANOFI-ADR	9,750.	8,088.
80687P106 SCHNEIDER ELECT SE-U	14,489.	14,929.
82929R304 SINGAPORE TELECOMMUN	9,891.	8,729.
83238P203 SMITHS GROUP PLC- SP	3,078.	2,754.
83364L109 SOCIETE GENERALE-SPO	29,042.	38,524.
83546A104 SONIC HEALTHCARE-UNS	9,536.	11,674.
85771P102 STATOIL ASA-SPON ADR	5,689.	3,922.
86562M209 SUMITOMO MITSUI-SPON	22,679.	26,312.
87936R106 TELEFONICA BRA\$IL-AD	10,690.	10,035.
91324P102 UNITEDHEALTH GROUP I	316,366.	401,060.
92826C839 VISA INC-CLASS A SHA	9,839.	42,443.
92857W308 VODAFONE GROUP PLC-S	38,151.	22,891.
92937A102 WPP PLC-SPONSORED AD	14,665.	16,156.
G0177J108 ALLERGAN PLC	26,659.	24,571.
G1151C101 ACCENTURE PLC-CL A	219,008.	321,756.
G47567105 IHS MARKIT LTD	22,810.	24,539.
H42097107 UBS GROUP AG-REG	18,021.	16,359.
N07059210 ASML HOLDING NV-NY R	13,827.	15,820.

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
TOTALS	----- 11,688,601. =====	----- 13,835,069. =====

DAVID MINKIN FOUNDATION XXXXX4006
FORM 990PF, PART II - CORPORATE BONDS
=====

55-0874960

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
060505EH3 BANK OF AMERICA CORP	499,601.	506,940.
46625HHA1 JPMORGAN CHASE & CO	547,943.	527,595.
4812A4351 JPM STRAT INC OPP FD	1,565,714.	1,571,809.
	-----	-----
TOTALS	2,613,258.	2,606,344.
	=====	=====

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
92599950 BLACKSTONE GSO PRIVAT	C		143,290.
139954911 APOLLO EPF II PRIVAT	C	362,588.	433,034.
268641917 BREP ASIA PRIVATE IN	C	82,162.	107,661.
425956919 RIVERSTONE GLOBAL EN	C	180,251.	147,570.
484981956 GSO PRIVATE INVESTOR	C	211,751.	232,854.
665239919 WATFORD RE - COMMON	C	500,000.	517,000.
743774911 PROVIDENCE DEBT III	C	500,000.	499,118.
935995910 WARBURG PINCUS XII P	C	89,750.	82,909.
990625915 RS GLOBAL ENERGY AND	C	33,204.	35,618.
43098A977 HMLP MULTI-STRATEGY	C	1,000,000.	1,367,388.
		-----	-----
TOTALS		2,959,706.	3,566,442.
		=====	=====

RECIPIENT NAME:

CHAMBER MUSIC SOCIETY

ADDRESS:

5470 CHENE ST

Detroit, MI

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

CHILDRENS HOME SOCIETY

ADDRESS:

1605 EUSTIS ST

St Paul, MN 55108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

PALM BEACH CIVIC ASSOCIATION

ADDRESS:

139 N COUNTY RD

PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

TOWN OF PALM BEACH UNITED WAY

ADDRESS:

44 COCOANUT ROW

Palm Beach, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:

THE LORDS PLACE

ADDRESS:

2808 N AUSTRALIAN AVE-

WEST PALM BEACH, -FL 33407 -

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

NAVY LEAGUE OF THE UNITED STATES

ADDRESS:

2300 WILSON BOULEVARD

ARLINGTON, VA 22201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

MYSTIC SEAPORT

ADDRESS:

75 GREENMANVILLE AVE

Mystic, CT 06355

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

AMERICAN FRIENDS OF ROYAL

ADDRESS:

845 THIRD AVENUE

NEW YORK, NY 10022

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

SOUTH FLORIDA SCIENCE CENTER

ADDRESS:

4801 DREHER TRAIL N

West Palm Beach, FL 33405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:

ANTI DEFAMATION LEAGUE

ADDRESS:

605 3RD AVE

New York, NY

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

THE SALVATION ARMY

ADDRESS:

2122 PALM BEACH LAKES BLVD

WEST PALM BEACH, FL 33409

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

MUSEUM OF FINE ARTS BOSTON

ADDRESS:

465 HUNTINGTON AVE

Boston, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 35,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

HOSPICE OF PALM BEACH COUNTY

ADDRESS:

2815 S SEACREST BLVD

BOYNTON BEACH, FL 33435

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

DREYFOOS SCHOOL OF ARTS

ADDRESS:

501 S SAPODILLA AVE

West Palm Beach, FL 33401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

AMERICAN- RED CROSS

ADDRESS:

1250 NORTHPOINT PARKWAY

WEST PALM BEACH, FL 33407

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FLAGLER MUSEUM-

ADDRESS:

1 WHITEHALL WAY

Palm Beach, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

NATIONAL GALLERY OF ART

ADDRESS:

6TH & CONSTITUTION AVE NW

Washington, DC 20565

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:

HERITAGE FOUNDATION

ADDRESS:

214 MASSACHUSETTS AVE NE

WASHINGTON, DC 20002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

=====

RECIPIENT NAME:

MALTZ THEATRE OF ART

ADDRESS:

1001 E INDIANTOWN RD

JUPITER, FL 33477

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

MAX PLANCK FLORIDA FDN

ADDRESS:

1 MAX PLANCK WAY

JUPITER, FL 33458

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:

MAYO CLINIC

ADDRESS:

200 FIRST ST. SW

ROCHESTER, MN 55905

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 165,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

METROPOLITAN MUSEUM OF ART

ADDRESS:

1000 FIFTH AVENUE AT 81ST ST
NEW YORK, NY 10028

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

NORTON MUSEUM OF ART

ADDRESS:

1451 S OLIVE AVE
WEST PALM BEACH, FL 33401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

OPPORTUNITY, INC

ADDRESS:

1713 QUAIL DR
WEST PALM BEACH, FL 33401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

PALM BEACH FIREFIGHTERS

ADDRESS:

7240 7TH PI N

WEST PALM BEACH, FL 33411

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

PALM BEACH OPERA INC

ADDRESS:

1800 S AUSTRALIAN AVE

WEST PALM BEACH, FL 33409 -

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 70,000.

RECIPIENT NAME:

PALM BEACH POLICE FOUNDATION

ADDRESS:

139 NORTH COUNTY ROAD SUITE, 20C

PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 4,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:

PALM BEACH SYMPHONY

ADDRESS:

44 COCOANUT ROW, M207B

PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

PALM BEACH ZOO

ADDRESS:

1301 SUMMIT BLVD

WEST PALM BEACH, FL 33405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

PEABODY ESSEX MUSEUM INC

ADDRESS:

161 ESSEX ST

SALEM, MA 01970

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:

PRESERVATION FOUNDATION OF
PALM BEACH, INC

ADDRESS:

311 PERUVIAN AVE
PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

RAYMOND F KRAVIS CENTER FOR THE
PERFORMING ARTS

ADDRESS:

701 OKEECHOBEE BLVD
WEST PALM BEACH, FL 33401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

SCRIPPS RESEARCH INSTITUTE

ADDRESS:

130 SCRIPPS WAY
JUPITER, FL 33458

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 35,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

SOCIETY OF THE FOUR ARTS

ADDRESS:

2 FOUR ARTS PLZ

PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

YALE LAW SCHOOL FUND

ADDRESS:

127 WALL ST

NEW HAVEN, CT 06511

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

HISTORICAL SOCIETY OF PALM BEACH COUNTY

ADDRESS:

300 N DIXIE HWY,

WEST PALM BEACH, FL 33401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

JUDICIAL WATCH

ADDRESS:

425 3RD ST SW STE 800

WASHINGTON, DC 20024

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

BRIGHAM AND WOMENS HOSPITAL - DAN PONTON

FUND

ADDRESS:

250 POND ST, BRAINTREE

BOSTON, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

REHABILITATION CENTER FOR CHILDREN AND

ADULTS

ADDRESS:

300 ROYAL PALM WAY

PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

MEMORIAL SLOAN KETTERING CANCER CENTER

ADDRESS:

1275 YORK AVENUE

NEW YORK, NY 10065

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

PALM BEACH FELLOWSHIP OF CHRISTIANS &

JEWS

ADDRESS:

- 139 N. COUNTY ROAD - SUITE 28, POB -

PALM BEACH, FL 33480

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

AMERICAN CANCER SOCIETY

ADDRESS:

250 WILLIAMS ST NW

ATLANTA, GA 30303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 30,000.

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RECIPIENT NAME:

NORTH SHORE - LIJ HEALTH SYSTEM
FOUNDATION

ADDRESS:

145 COMMUNITY DR
GREAT NECK, NY 11021

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

BASCOM PALMER EYE INSTITUTE

ADDRESS:

900 NW 17TH ST
Miami, FL 33136

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT-PAID 70,000.

RECIPIENT NAME:

AUXILLARY OF SAINT MARYS MEDICAL
CENTER

ADDRESS:

901 45TH ST
WEST PALM BEACH, FL 33407

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

BOYS AND GIRLS CLUB

ADDRESS:

800 NORTH POINT PARKWAY, SUITE 204

WEST PALM BEACH, FL 33407

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

CATHOLIC CHARITIES DIOCESE OF

PALM BEACH

ADDRESS:

9995 N MILITARY TRL

PALM BEACH GARDENS, FL 33410

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

CLEVELAND CLINIC FOUNDATION

FLORIDA

ADDRESS:

3100 WESTON ROAD

WESTON, FL 33331-3602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

DAVID MINKIN FOUNDATION XXXXX4006

55-0874960

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

DUKE OF EDINBURGH'S AWARD YOUNG
AMERICANS CHALLENGE INC

ADDRESS:

700 NORTH OLIVE AVENUE, #2
WEST PALM BEACH, FL 33401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

ENGLISH SPEAKING UNION OF US

ADDRESS:

144 EAST 39TH STREET
NEW YORK, NY 10016

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 9,000.

TOTAL GRANTS PAID:

1,090,000.

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STATEMENT 30