

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

**2017**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

- 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.
- ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation  
**THE FRED AND EVE SIMON CHARITABLE FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**1308 JACKSON STREET 614**

City or town, state or province, country, and ZIP or foreign postal code  
**OMAHA, NE 68102**

**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 **04**  
☐ 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) ▶ \$ **11,021,134** (Part I, column (d) must be on cash basis)

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

**A** Employer identification number  
**36-3585646**

**B** Telephone number (see instructions)  
**(402) 597-8132**

**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 ☐

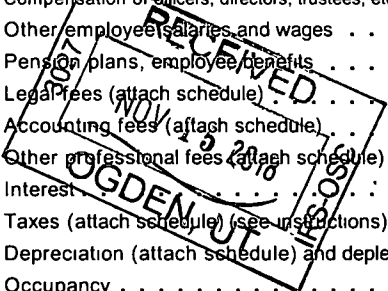
**E** If private foundation status was terminated under section 507(b)(1)(A), check here. ☐

**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)	990,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.	343,830	343,830		
	4 Dividends and interest from securities	38,822	38,822		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,084,382			
	b Gross sales price for all assets on line 6a	5,670,256			
	7 Capital gain net income (from Part IV, line 2)		1,084,382		
	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)	-43	-43			
12 Total. Add lines 1 through 11	2,456,991	1,466,991	N/A		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions).	45,415	4,176		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	23	23		
	24 Total operating and administrative expenses. Add lines 13 through 23.	45,438	4,199		
	25 Contributions, gifts, grants paid	1,515,400			1,515,400
26 Total expenses and disbursements. Add lines 24 and 25	1,560,838	4,199		1,515,400	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	896,153				
b Net investment income (if negative, enter -0-)		1,462,792			
c Adjusted net income (if negative, enter -0-)			N/A		

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .					
	2 Savings and temporary cash investments . . . . .		301,923	6,176,040	6,176,040	
	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) . . . . .		3,773,023	64	88	
	c Investments - corporate bonds (attach schedule) . . . . .					
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶ . . . . .					
	Less accumulated depreciation ▶ (attach schedule) . . . . .					
	12 Investments - mortgage loans . . . . .					
	13 Investments - other (attach schedule) . . . . .		4,575,102	3,561,289	3,561,289	
	14 Land, buildings, and equipment basis ▶ . . . . .					
	Less accumulated depreciation ▶ (attach schedule) . . . . .					
	15 Other assets (describe ▶ SEE ATTACHED ) . . . . .		1,475,739	1,283,717	1,283,717	
	16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		10,125,787	11,021,110	11,021,134	
	17 Accounts payable and accrued expenses . . . . .					
	18 Grants payable . . . . .					
<b>Net Assets or Fund Balances</b>	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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .					
	Foundations that follow SFAS 117, check here . . . . . <input type="checkbox"/>					
	24 Unrestricted . . . . .					
	25 Temporarily restricted . . . . .					
	26 Permanently restricted . . . . .					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
<b>Net Assets or Fund Balances</b>	27 Capital stock, trust principal, or current funds . . . . .		10,125,787	11,021,110		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .					
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .					
	30 <b>Total net assets or fund balances</b> (see instructions) . . . . .		10,125,787	11,021,110		
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		10,125,787	11,021,110		

**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) . . . . .	<b>1</b>	10,125,787
2 Enter amount from Part I, line 27a . . . . .	<b>2</b>	896,153
3 Other increases not included in line 2 (itemize) ▶ . . . . .	<b>3</b>	
4 Add lines 1, 2, and 3 . . . . .	<b>4</b>	11,021,940
5 Decreases not included in line 2 (itemize) ▶ NONDEDUCTIBLE EXPENSES FROM K-1 . . . . .	<b>5</b>	830
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	<b>6</b>	11,021,110

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, 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 )
<b>1 a PUBLICLY TRADED SECURITIES</b>			D	VARIOUS	VARIOUS
<b>b</b> PARTNERSHIP LIQUIDATION 26-0347905			D	1/1/16	12/31/17
<b>c</b> PARTNERSHIP LIQUIDATION 26-2726308			D	1/1/16	12/31/17
<b>d</b> PARTNERSHIP LIQUIDATION 16-1616605			D	1/1/16	4/21/17
<b>e</b> PARTNERSHIP LIQUIDATION 73-1599053			D	1/1/16	11/22/17
(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))		
<b>a</b> 5,670,256		4,460,730	1,209,526		
<b>b</b>		25,262	-25,262		
<b>c</b>		113,192	-113,192		
<b>d</b>	6,341		6,341		
<b>e</b>	6,969		6,969		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
<b>a</b>			1,209,526		
<b>b</b>			-25,262		
<b>c</b>			-113,192		
<b>d</b>			6,341		
<b>e</b>			6,969		
<b>2</b> Capital gain net income or (net capital loss) .			<b>2</b>	1,084,382	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 . . . . .					

**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 doesn't 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))
2016	1,052,930	7,010,272	0.150198
2015	110,458	362,388	0.304806
2014	509,265	30,328	16.791908
2013	7,235	17,775	0.407032
2012	3,183	9,578	0.332324
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 17.986268
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years . . . . .			<b>3</b> 3.597254
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . . . .			<b>4</b> 10,739,554
<b>5</b> Multiply line 4 by line 3. . . . .			<b>5</b> 38,632,904
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b). . . . .			<b>6</b> 14,628
<b>7</b> Add lines 5 and 6. . . . .			<b>7</b> 38,647,532
<b>8</b> 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			<b>8</b> 1,515,400

**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)		1	29,256
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	29,256
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	29,256
6 Credits/Payments			
a 2017 estimated tax payments and 2016 overpayment credited to 2017 . . . . .	6a 30,000		
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c 5,000		
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	35,000	
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	5,744	
11 Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 5,744 Refunded <input type="checkbox"/> 11	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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	1b	X
c Did the foundation file Form 1120-POL for this year? . . . . .	1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input 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	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> NEBRASKA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV . . . . .	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	10	X

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions . . . . .		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 . . . . .		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	X	
14 The books are in care of ► TODD D SIMON Telephone no ► (402) 597-8115 Located at ► 11030 O STREET, OMAHA, NE ZIP+4 ► 68137-2346		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here . . . . . ► 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . .		
16 At any time during calendar year 2017, 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? . . . . .		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<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 . . . . .		
Organizations relying on a current notice regarding disaster assistance, check here . . . . . ►		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? . . . . .		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .		
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2017 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 2017) . . . . .		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2017?		X

Form **990-PF** (2017)

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

<b>5a</b>	During the year, did the foundation pay or incur any amount to		Yes	No
(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>b</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.			
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
<b>c</b>	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)			
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	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>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

**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
EVE B SIMON 11030 O STREET, OMAHA, NE 68137	PRESIDENT < 5	0	0	0
TODD D SIMON 11030 O STREET, OMAHA, NE 68137	SECR & TREAS < 5	0	0	0
RICHARD ORTEGA 202 SCHOOLHOUSE LANE, GLEN MILLS, PA 19342	DIRECTOR < 5	0	0	0
STEVEN R BLOCH 444 REGENCY PARKWAY DR. #100, OMAHA NE 68114	DIRECTOR < 5	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				

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

**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 . . . . .		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 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . .	0

Form **990-PF** (2017)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	2,163,101
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	3,894,994
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	4,845,006
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	10,903,101
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	10,903,101
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	163,547
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	10,739,554
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	536,978

**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 )

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	536,978
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5 . . . . .	<b>2a</b>	29,256
<b>b</b>	Income tax for 2017. (This does not include the tax from Part VI). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	29,256
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1 . . . . .	<b>3</b>	507,722
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	507,722
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	507,722

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	1,515,400
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,515,400
<b>5</b>	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 . . . . .	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	1,515,400

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7 . . . . .				507,722
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012 . . . . .	2,704			
<b>b</b> From 2013 . . . . .	6,346			
<b>c</b> From 2014 . . . . .	510,173			
<b>d</b> From 2015 . . . . .	92,350			
<b>e</b> From 2016 . . . . .	713,932			
<b>f</b> Total of lines 3a through e . . . . .	1,325,505			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,515,400				
<b>a</b> Applied to 2016, but not more than line 2a . . .			0	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				507,722
<b>e</b> Remaining amount distributed out of corpus. . .	1,007,678			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,333,183			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018. . . . .				
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	2,704			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	2,330,479			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013 . . .	6,346			
<b>b</b> Excess from 2014 . . .	510,173			
<b>c</b> Excess from 2015 . . .	92,350			
<b>d</b> Excess from 2016 . . .	713,932			
<b>e</b> Excess from 2017 . . .	1,007,678			

<b>1</b> a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling . . . . . ▶ N/A						
<b>b</b> Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)						
<b>2</b>	a 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 <b>(a) 2017</b>	Prior 3 years <b>(b) 2016</b>	<b>(c) 2015</b>	<b>(d) 2014</b>	<b>(e) Total</b>
	<b>b</b> 85% of line 2a . . . . .					
	<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
	<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
	<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b>	Complete 3a, b, or c for the alternative test relied upon					
	<b>a</b> "Assets" alternative test - enter					
	<b>(1)</b> Value of all assets . . . . .					
	<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
	<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
	<b>c</b> "Support" alternative test - enter					
	<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
	<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
	<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
	<b>(4)</b> Gross investment income . . . . .					

**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)				
<b>a</b> <i>Paid during the year</i> SEE SCHEDULE ATTACHED				1,515,400
<b>Total</b> . . . . .			▶ <b>3a</b>	1,515,400
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	0

**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	
<b>1</b> Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments . . . . .					
<b>3</b> Interest on savings and temporary cash investments .			14	343,830	
<b>4</b> Dividends and interest from securities . . . . .			14	38,822	
<b>5</b> Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income . . . . .			14	-43	
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	1,084,382	
<b>9</b> Net income or (loss) from special events . . .					
<b>10</b> Gross profit or (loss) from sales of inventory . .					
<b>11</b> Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .				1,466,991	
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .					1,466,991

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



[illegible]

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

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

**b** If "Yes," complete the following schedule

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.

**Sign Here**  

Signature of officer or trustee \_\_\_\_\_ Date 11/5/18 Title TREASURER

May the IRS discuss this return with the preparer shown below?  
 See instructions ☐ Yes ☐ No

Form **990-PF** (2017)

**Schedule of Contributors**

OMB No 1545-0047

**2017**

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**  
▶ **Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.**

Name of the organization

Employer identification number

THE FRED AND EVE SIMON CHARITABLE FOUNDATION

36-3585646

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

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

<b>Name of organization</b> THE FRED AND EVE SIMON CHARITABLE FOUNDATION	<b>Employer identification number</b> 36-3585646
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**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FREDERICK J SIMON 2012 TRUST 11030 O STREET OMAHA, NE 68137	\$ 990,000	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE FRED AND EVE SIMON CHARITABLE FOUNDATION

36-3585646

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

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



Name of organization

Employer identification number

THE FRED AND EVE SIMON CHARITABLE FOUNDATION

36-3585646

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

**SIMON CHARITABLE FOUNDATION E.I.N. 36-3585646**  
**FOR THE YEAR ENDED 12/31/17**  
**SCHEDULE OF INFORMATION FOR FORM 990-PF**

**PART I, LINE 11, OTHER INCOME:**

Ascot Financial, LLC	Partnership Income	(\$4,781)
Atel Growth Capital Fund V LLC	Partnership Income	(\$2,571)
Atel Growth Capital Fund VI LLC	Partnership Income	(\$6,183)
Brookside Investment Partners LLC	Partnership Income	\$8,115
Compass Royalty Management LLC	Partnership Income	(\$4,106)
Dundee Capital Partners LP	Partnership Income	\$2,630
Elink Midstream Partners, LP	Partnership Income	(\$4,549)
Magellan Midstream Partners, LP	Partnership Income	(\$3,353)
Mentortech Ventures 2005 LP	Partnership Income	(\$2,080)
Mentortech Ventures II LP	Partnership Income	\$8,306
Mentortech Ventures III LP	Partnership Income	(\$5,835)
Resource Real Estate Investors 7 LP	Partnership Income	(\$1,548)
Ridgewood Capital QP Fund LLC	Partnership Income	\$96
Ridgewood Energy Q Fund LLC	Partnership Income	\$942
Ridgewood Energy S Fund LLC	Partnership Income	\$9
Ridgewood Energy T Fund LLC	Partnership Income	\$178
Riveroak Realty Fund IV LLC	Partnership Income	\$44,290
Strategic Energy Income Fund III	Partnership Income	(\$6,490)
Terroir Winery Fund LP	Partnership Income	(\$36,950)
Trilinc Global Impact Fund LLC	Partnership Income	\$13,837
		<u>(\$43)</u>

**PART I, LINE 18, TAX EXPENSE:**

2017 Form 990-PF	Estimated Tax Payment	\$30,000
2016 Form 990-PF	Tax Return Payment	\$11,239
Brookside Investment Partners LLC	State Tax Withholding	\$1,110
Compass Royalty Management LLC	State Tax Withholding	\$690
Riveroak Realty Fund IV LLC	State Tax Withholding	\$2,370
Strategic Energy Income Fund III	State Tax Withholding	\$6
		<u>\$45,415</u>

**PART I, LINE 23, OTHER EXPENSES:**

Nebraska Secretary of State	Filing Fee	\$23
		<u>\$23</u>

**SIMON CHARITABLE FOUNDATION E.I.N. 36-3585646**  
**FOR THE YEAR ENDED 12/31/17**  
**SCHEDULE OF INFORMATION FOR FORM 990-PF**

**PART II, LINE 10b, INVESTMENTS - SECURITIES**

Corporate Name	No of Shares	Book Value	Fair market value
OPPENHEIMER DEVELOPING MARKETS FD CL A	2 013	\$64 18	\$87 69
		<u>\$64 18</u>	<u>\$87 69</u>

**PART II, LINE 13, INVESTMENTS - OTHER**

Corporate Name	Description	Book Value	Fair market value
ASCOT FINANCIAL LLC	EIN 39-2063480	\$2,790 00	\$2,790 00
ATEL GROWTH CAPITAL FUND V LLC	EIN 26-0347905	\$0 00	\$0 00
ATEL GROWTH CAPITAL FUND VI LLC	EIN 26-0403186	\$50,994 00	\$50,994 00
BROOKSIDE INVESTMENT PARTNERS, LLC	EIN 20-4127117	\$246,507 00	\$246,507 00
COMPASS ROYALTY MANAGEMENT LLC	EIN 20-3030887	\$189,165 00	\$189,165 00
DUNDEE CAPITAL PARTNERS, LP	EIN 20-3870076	\$116,985 00	\$116,985 00
HMI INVESTMENTS, LLC	EIN 26-1705002	\$16,667 00	\$16,667 00
MENTORTECH VENTURES 2005, LP	EIN 20-3039883	\$7,208 00	\$7,208 00
MENTORTECH VENTURES II, LP	EIN 26-1865969	\$0 00	\$0 00
MENTORTECH VENTURES III, LP	EIN. 45-2589393	\$197,968 00	\$197,968 00
RESOURCE REAL ESTATE INVESTORS 7, LP	EIN 26-2726308	\$0 00	\$0 00
RIDGEWOOD CAPITAL QP FUND IV-C, LLC	EIN 20-8346820	\$0 00	\$0 00
RIDGEWOOD ENERGY Q FUND LLC	EIN 84-1689138	\$0 00	\$0 00
RIDGEWOOD ENERGY S FUND LLC	EIN 20-4077773	\$0 00	\$0 00
RIDGEWOOD ENERGY T FUND LLC	EIN 27-0141421	\$0 00	\$0 00
RIVEROAK REALTY FUND IV, LLC	EIN 16-1761690	\$157,533 00	\$157,533 00
STRATEGIC ENERGY INCOME FUND III LP	EIN 46-1787903	\$109,753 00	\$109,753 00
TERROIR WINERY FUND LP	EIN 27-1924504	\$139,467 00	\$139,467 00
TRILINC GLOBAL IMPACT FUND, LLC	EIN 36-4732802	\$206,884 00	\$206,884 00
BENEFIT STREET PARTNERS	10,645 846 SHS	\$253,886 92	\$253,886 92
CARTER VALIDUS MISSION CRITICAL REIT	33,141.92 SHS	\$321,162 52	\$321,162 52
FOUR SPRINGS CAPITAL TRUST	5,000 SHS	\$44,435 61	\$44,435 61
FRANKLIN ST PROPERTIES 303 E WACKER	2 SHS	\$164,714 00	\$164,714 00
FRANKLIN ST PROPERTIES 385 INTERLOCKEN	2 SHS	\$1,974 00	\$1,974 00
FRANKLIN ST PROPERTIES 50 S 10TH STREET	2 SHS	\$1,416 00	\$1,416 00
FRANKLIN ST PROPERTIES CENTRE POINT	1 SHS	\$83,564 73	\$83,564 73
FRANKLIN ST PROPERTIES ENERGY TOWER	2 SHS	\$166,300 00	\$166,300 00
FRANKLIN ST PROPERTIES SATELLITE PLACE	2 SHS	\$169,500 00	\$169,500 00
FRANKLIN ST PROPERTIES UNION CENTRE	3 SHS	\$1,785 00	\$1,785 00
FRANKLIN ST PROPERTIES 505 WATERFORD	2 SHS	\$0 00	\$0 00
FRANKLIN ST PROPERTIES GALLERIA NORTH	2 SHS	\$1,130.00	\$1,130 00
GRIFFIN CAPITAL ESSENTIAL ASSET REIT	10,679 959 SHS	\$108,664 23	\$108,664 23
HARTMAN SHORT TERM INCOME PROPERTIES	51,225 5039 SHS	\$485,768 41	\$485,768 41
MEDIASPECTRUM SERIES A CONVERTIBLE	25,678 SHS	\$128,240 00	\$128,240 00
PIEDMONT OFFICE REALTY TRUST	3,332 SHS	\$58,110 00	\$58,110 00
RESOURCE REAL ESTATE OPPORTUNITY REIT	12,830 5630 SHS	\$128,716 53	\$128,716 53
		<u>\$3,561,288 95</u>	<u>\$3,561,288 95</u>

**PART II, LINE 15, OTHER ASSETS**

Corporate Name	Description	Book Value	Fair market value
OMAHA STEAKS INTERNATIONAL, INC	FIXED RATE DEBENTURE	\$855,810 00	\$855,810 00
OMAHA STEAKS, INC	FIXED RATE DEBENTURE	\$427,907 00	\$427,907 00
		<u>\$1,283,717 00</u>	<u>\$1,283,717 00</u>

**SIMON CHARITABLE FOUNDATION E.I.N. 36-3585646  
FOR THE YEAR ENDED 12/31/17  
SCHEDULE OF INFORMATION FOR FORM 990-PF**

**PART XV SUPPLEMENTARY INFORMATION  
3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR**

RECIPIENT NAME AND ADDRESS	IF INDIVIDUAL, RELATIONSHIP TO MANAGER	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
<b>AMERICAN CIVIL LIBERTIES UNION</b> NEW YORK, NY 10275	N/A	PC	PROMOTE SECURITY OF LIBERTIES ENJOYED BY AMERICANS	\$50,000 00
<b>AMERICAN LUNG ASSOCIATION</b> ALBERT LEA, MN 56007	N/A	PC	SUPPORT LUNG DISEASE RESEARCH	\$5,000 00
<b>ANTI-DEFAMATION LEAGUE</b> 333 S 132ND ST OMAHA, NE 68154	N/A	PC	ADDRESS ISSUES OF PREJUDICE AND DISCRIMINATION	\$50,000 00
<b>BALLET NEBRASKA</b> PO BOX 6413 OMAHA, NE 68106	N/A	PC	INSPIRE THE COMMUNITY THROUGH THE ART OF DANCE	\$100,000 00
<b>BEMIS CENTER FOR CONTEMPORARY ARTS</b> 724 SOUTH 12th STREET OMAHA, NE 68102	N/A	PC	SPONSOR PERFORMING ARTISTS	\$60,000 00
<b>BIG BROTHERS BIG SISTERS OF THE MIDLANDS</b> 4902 HAMILTON STREET OMAHA, NE 68132	N/A	PC	SUPPORT MENTORING RELATIONSHIPS WITH ADULT ROLE MODELS	\$11,500 00
<b>BLUE BARN THEATRE</b> OMAHA, NE 68102	N/A	PC	SUPPORT PERFORMING ARTISTS	\$25,000 00
<b>BRIGIT SAINT BRIGIT THEATRE CO</b> OMAHA, NE 68102	N/A	PC	SUPPORT PERFORMING ARTISTS	\$20,000 00
<b>BROWNELL TALBOT</b> 400 NORTH HAPPY HOLLOW BOULEVARD OMAHA, NE 68132	N/A	PC	DEDICATED TO ACADEMIC EXCELLENCE AND PREPARING STUDENTS FOR SUCCESS IN COLLEGE AND IN LIFE	\$2,000 00
<b>DELL'ARTE INTERNATIONAL</b> Blue Lake, CA 95525	N/A	PC	SUPPORT JANE HILL SCHOLARSHIP FUND	\$1,000 00
<b>FILM STREAMS</b> OMAHA, NE 68102	N/A	PC	SUPPORT ART EXHIBITIONS	\$35,000 00
<b>GALLERY 1516</b> 1516 LEAVENWORTH STREET OMAHA, NE 68102	N/A	PC	PROVIDE A VENUE FOR REGIONAL ARTISTS TO EXHIBIT THEIR WORK	\$10,000 00
<b>JEWISH FEDERATION OF OMAHA FOUNDATION</b> 333 SOUTH 132nd ST OMAHA, NE 68154	N/A	PC	PROVIDE FUNDS FOR COMMUNITY BENEFIT ACTIVITIES	\$46,000 00
<b>JOSLYN ART MUSEUM</b> 2200 DODGE STREET OMAHA, NE 68102	N/A	PC	SUPPORT ART EXHIBITIONS	\$30,000 00
<b>JUSTICE FOR OUR NEIGHBORS</b> 4223 CENTER STREET OMAHA, NE 68105	N/A	PC	EDUCATE IMMIGRANTS AND U S CITIZENS ABOUT THE REALITIES OF IMMIGRATION LAWS	\$50,000 00
<b>METROPOLITAN COMM. COLLEGE FOUNDATION</b> OMAHA, NE 68103	N/A	PC	SUPPORT PERFORMING ARTISTS	\$25,000 00
<b>MONTESSORI CHILDREN'S ROOM</b> 7302 BURT ST OMAHA, NE 68114	N/A	PC	PROVIDE CHILDREN WITH THE OPPORTUNITY TO ACHIEVE ACADEMIC EXCELLENCE IN A LOVING AND PEACEFUL ENVIRONMENT	\$2,000 00
<b>MUSEUM OF NEW MEXICO FOUNDATION</b> SANTA FE, NM 87504	N/A	PC	SUPPORT ART EXHIBITIONS	\$1,500 00

RECIPIENT NAME AND ADDRESS	IF INDIVIDUAL, RELATIONSHIP TO MANAGER	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
<b>NDI NEW MEXICO</b> 1140 ALTO ST SANTE FE, NM 87501	N/A	PC	SUPPORT THE ARTS TO ENGAGE AND MOTIVATE CHILDREN	\$10,000 00
<b>NE SHAKESPEARE FESTIVAL</b> 720 North 57th Ave Omaha, NE 68132	N/A	PC	SUPPORT PERFORMING ARTISTS	\$35,000 00
<b>NEBRASKA APPLESEED CENTER FOR LAW IN THE PUBLIC INTEREST</b> LINCOLN, NE 68508	N/A	PC	PROVIDE ACCESS TO LEGAL SERVICES TO NE FAMILIES	\$100,000 00
<b>NEBRASKA COALITION FOR LIFESAVING CURES</b> 900 S 74TH PLAZA, STE 301 OMAHA, NE 68114	N/A	PC	SUPPORT STEM CELL RESEARCH	\$10,000 00
<b>NEBRASKA CIVIC ENGAGEMENT TABLE</b> 211 N 14TH STREET LINCOLN, NE 68508	N/A	PC	STRENGTHEN THE COLLECTIVE IMPACT OF NONPROFIT 501C3 COMMUNITY ORGANIZATIONS	\$25,000 00
<b>NEBRASKANS FOR CIVIC REFORM</b> 1327 H STREET, SUITE 102 LINCOLN, NE 68508	N/A	PC	SUPPORT K-12 YOUTH CIVIC ENGAGEMENT	\$20,000 00
<b>NET FOUNDATION FOR TELEVISION</b> 1800 NORTH 33RD STREET LINCOLN, NE 68503	N/A	PC	ENHANCE THE POSITION OF PUBLIC TELEVISION	\$25,000 00
<b>OLLIE WEBB CENTER, INC.</b> 1941 S 42ND ST #122 OMAHA, NE 68105	N/A	PC	SUPPORT PEOPLE WITH DISABILITIES AND THEIR FAMILIES THROUGHOUT THEIR LIVES	\$50,000 00
<b>OMAHA ACADEMY OF BALLET</b> 319 N 72ND ST OMAHA, NE 68114	N/A	PC	INSPIRE OMAHA TO DANCE THROUGH AFTER SCHOOL PROGRAMS AND COMMUNITY PERFORMANCES	\$125,000 00
<b>OMAHA CHILDREN'S MUSEUM</b> OMAHA, NE 68102	N/A	PC	NURTURE GROWTH AND DEVELOPMENT FOR YOUNG CHILDREN	\$25,000 00
<b>OMAHA COMMUNITY PLAYHOUSE</b> 6915 CASS ST OMAHA, NE 68132-2696	N/A	PC	ENHANCE THE QUALITY OF LIFE THROUGH LIVE THEATRE, PROFESSIONAL TOURING AND ARTS EDUCATION	\$5,000 00
<b>OMAHA CONSERVATORY OF MUSIC</b> OMAHA, NE 68114	N/A	PC	SUPPORT EDUCATION PROGRAMS AND PERFORMANCES	\$100,000 00
<b>OMAHA PUBLIC LIBRARY FOUNDATION</b> 215 S 15th ST OMAHA, NE 68102	N/A	PC	SUPPORT FOR PUBLIC LIBRARIES	\$5,000 00
<b>OMAHA SYMPHONY</b> 1605 HOWARD STREET OMAHA, NE 68102	N/A	PC	SUPPORT PERFORMING ARTISTS	\$42,600 00
<b>OPERA OMAHA</b> 1625 FARNAM, STE 100 OMAHA, NE 68102	N/A	PC	SUPPORT PERFORMING ARTISTS	\$220,000 00
<b>PARTNERSHIP 4 KIDS</b> 1004 FARNAM STREET, SUITE 200 OMAHA, NE 68102	N/A	PC	SUPPORT GROUP MENTORING PROGRAMS FOR UNDER-SERVED STUDENTS	\$30,000 00
<b>PLANNED PARENTHOOD OF NEBRASKA AND COUNCIL BLUFFS</b> LINCOLN, NE 68510	N/A	PC	PROVIDE FAMILY PLANNING EDUCATION PROGRAMS	\$10,000 00
<b>RESPECT</b> 820 S 75TH STREET OMAHA, NE 68114	N/A	PC	PREVENT AND STOP BULLYING AND ABUSE IN RELATIONSHIPS	\$15,000 00
<b>SANTA FE CHAMBER MUSIC FESTIVAL</b> PO BOX 2227 SANTA FE, NM 87504-2227	N/A	PC	SUPPORT PERFORMING ARTISTS	\$12,000 00

RECIPIENT NAME AND ADDRESS	IF INDIVIDUAL, RELATIONSHIP TO MANAGER	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
<b>SANTA FE OPERA</b> P O Box 2408 SANTA FE, NM 87504-2408	N/A	PC	SUPPORT PERFORMING ARTISTS	\$300 00
<b>SOUTHWESTERN ASS'N FOR INDIAN ARTS, INC</b> P O BOX 969 SANTA FE, NM 87504	N/A	PC	AWARDS SPONSORSHIP	\$500 00
<b>THEATER BREAKING THROUGH BARRIERS</b> 400 W 43RD ST #43R NEW YORK, NY 10036	N/A	PC	DEDICATED TO ADVANCING ACTORS AND WRITERS WITH DISABILITIES	\$10,000 00
<b>THE NATURE CONSERVANCY</b> 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203-1606	N/A	PC	PRESERVE THE DIVERSITY OF LIFE ON EARTH	\$10,000 00
<b>THE UNION FOR CONTEMPORARY ART</b> 2423 NORTH 24TH STREET OMAHA, NE 68110	N/A	PC	PROVIDE DIRECT SUPPORT TO LOCAL ARTISTS	\$25,000 00
<b>UNITED STATES ARTISTS</b> 980 NORTH MICHIGAN AVENUE, SUITE 1300 CHICAGO, IL 60611	N/A	PC	SUPPORT PERFORMING ARTISTS	\$60,000 00
<b>UNITED WAY OF THE MIDLANDS</b> OMAHA, NE 68102	N/A	PC	PROVIDE FUNDS FOR PROGRAMS	\$16,000 00
<b>WOMEN'S CENTRY FOR ADVANCEMENT</b> 3801 HARNEY STREET OMAHA, NE 68131	N/A	PC	ASSIST VICTIMS OF DOMESTIC VIOLENCE AND SEXUAL ASSAULT	\$5,000 00
<b>TOTAL CONTRIBUTIONS</b>				<u><u>\$1,515,400.00</u></u>