

For calendar year 2017, or tax year beginning 08-01-2017, and ending 07-31-2018

Name of foundation CHARLES AND M R SHAPIRO FOUNDATION INC		A Employer identification number 36-6109757	
Number and street (or P O box number if mail is not delivered to street address) 191 N WACKER DRIVE SUITE 1800		Room/suite	B Telephone number (see instructions) (312) 521-2000
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 606061615		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 43,943,075	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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	1,888	1,888		
	4 Dividends and interest from securities	923,357	923,357		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	885,392			
	b Gross sales price for all assets on line 6a 4,471,080				
	7 Capital gain net income (from Part IV, line 2)		885,392		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,810,637	1,810,637		
	13 Compensation of officers, directors, trustees, etc	212,000	31,800		180,200
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	15,750	0		15,750
	c Other professional fees (attach schedule)	130,138	65,069		65,069
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	30,612	1,618		9,168
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	159	0		159
	23 Other expenses (attach schedule)	34,361	0		34,361
	24 Total operating and administrative expenses. Add lines 13 through 23	423,020	98,487		304,707
	25 Contributions, gifts, grants paid	2,192,557			2,192,557
	26 Total expenses and disbursements. Add lines 24 and 25	2,615,577	98,487		2,497,264
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-804,940			
	b Net investment income (if negative, enter -0-)		1,712,150		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	245,717	525,460	525,460
	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)	1,767,983	1,233,432	1,233,432
	b Investments—corporate stock (attach schedule)	27,663,908	29,074,193	29,074,193
	c Investments—corporate bonds (attach schedule)	12,738,846	13,109,990	13,109,990
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	42,416,454	43,943,075	43,943,075	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	42,416,454	43,943,075	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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)	42,416,454	43,943,075	
31 Total liabilities and net assets/fund balances (see instructions) .	42,416,454	43,943,075		

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	42,416,454
2 Enter amount from Part I, line 27a	2	-804,940
3 Other increases not included in line 2 (itemize) ▶ _____	3	2,331,561
4 Add lines 1, 2, and 3	4	43,943,075
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	43,943,075

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	P		
b CAPITAL GAINS DIVIDENDS	P		
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 4,468,477		3,585,688	882,789
b 2,603			2,603
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			882,789
b			2,603
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	885,392
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	2,375,623	41,293,220	0 057531
2015	2,095,569	40,062,567	0 052307
2014	2,253,030	41,755,163	0 053958
2013	2,152,690	40,360,351	0 053337
2012	1,911,351	37,820,995	0 050537
2 Total of line 1, column (d)			2 0 267670
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 053534
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 43,557,576
5 Multiply line 4 by line 3			5 2,331,811
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 17,122
7 Add lines 5 and 6			7 2,348,933
8 Enter qualifying distributions from Part XII, line 4			8 2,497,264

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	17,122
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	17,122
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	17,122
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	15,224
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	15,224
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,898
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► HEGRE MCMAHON SCHIMMEL LLC Telephone no ► (312) 345-6200			

Located at **►** 600 ENTERPRISE DRIVE 109 OAK BROOK IL ZIP+4 **►** 60523

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	<p>During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
b	<p>If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> </p>	5b		
c	<p>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</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p>			
6a	<p>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</p>			
b	<p>Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870</i></p>	6b		No
7a	<p>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</p>			
b	<p>If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	7b		

Part VIII

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

1

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000.

0

3

Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services.

0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	44,093,752
b	Average of monthly cash balances.	1b	127,137
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	44,220,889
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	44,220,889
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	663,313
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	43,557,576
6	Minimum investment return. Enter 5% of line 5.	6	2,177,879

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	2,177,879
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	17,122
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	17,122
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,160,757
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,160,757
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,160,757

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	2,497,264
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,497,264
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	17,122
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,480,142

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
1 Distributable amount for 2017 from Part XI, line 7				2,160,757
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			99,972	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 2,497,264				
a Applied to 2016, but not more than line 2a			99,972	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				2,160,757
e Remaining amount distributed out of corpus	236,535			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	236,535			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	236,535			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.	236,535			

Part XIV

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

Part XV

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,192,557
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2017)

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2018-11-09	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--


Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	SEAN MCMAHON		2018-11-09		P00350296
	Firm's name ▶ HEGRE MCMAHON & SCHIMMEL LLC				Firm's EIN ▶ 45-3950334
Firm's address ▶ 600 ENTERPRISE DRIVE STE 109 OAK BROOK, IL 60523					Phone no (312) 345-6200

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NORMAN A SHUBERT 3535 PATTEN ROAD UNIT 5C HIGHLAND PARK, IL 60035	PRES & DIR 25 00	200,000	0	0
JOAN PINES 2531 HYBERNIA AVE HIGHLAND PARK, IL 60035				
JUDY ROSEN 1721 RFD LONG GROVE, IL 60047	VP, SEC & DIR 1 00	4,000	0	0
ROBERT KAUFMAN 175 E DELAWARE PLACE 7701 CHICAGO, IL 60611				
LINDA GODLEWSKI 10638 S AVENUE L CHICAGO, IL 60667	ASSIT SECRETARY 1 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACESS COMMUNITY HEALTH NETWORK 222 N CANAL STREET CHICAGO, IL 60606	N/A	PUBLIC	GENERAL	10,000
ADA S MCKINLEY COMMUNITY SERVICES INC 725 S WELLS STREET SUITE 1A CHICAGO, IL 60607	N/A	PUBLIC	GENERAL	20,000
ALL CHICAGO MAKING HOMELESSNESS HISTORY 651 W WASHINGTON SUITE 504 CHICAGO, IL 60661	N/A	PUBLIC	GENERAL	10,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMER ASSOCIATES BEN GURION UNIV OF THE NEGEV 1430 BROADWAY 8TH FLOOR NEW YORK, NY 10018	N/A	PUBLIC	OPEN APARTMENTS PROGRAM	15,000
AMER FRIENDS SANZ MEDICAL CENTER-LANIADO HOSP 18 W 45TH ST NEW YORK, NY 10036	N/A	PUBLIC	BEDSIDE PHYSIOLOGICAL MONITORS	53,000
AMERICAN FRIENDS OF MAGEN DAVID ADOM 3175 COMMERCIAL AVE STE 101 NORTHBROOK, IL 60062	N/A	PUBLIC	DEFIBRILLATOR	36,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FRIENDS OF TEL AVIV UNIVERSITY 39 BROADWAY 15TH FL NEW YORK, NY 10006	N/A	PUBLIC	PRESIDENTIAL SCHOLARS FUND	25,000
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 500 N MICHIGAN STE 1530 CHICAGO, IL 60611	N/A	PUBLIC	MECHINA PROGRAM	30,000
AMERICAN JEWISH COMMITTEE 165 E 56TH STREET NEW YORK, NY 10022	N/A	PUBLIC	GENERAL	10,000
Total 				2,192,557
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN RED CROSS OF GREATER CHICAGO 2200 W HARRISON CHICAGO, IL 60612	N/A	PUBLIC	RELIEF SERVICES	40,000
AMERICAN TECHNION SOCIETY 111 W WASHINGTON ST STE 1120 CHICAGO, IL 60602	N/A	PUBLIC	FELLOWSHIP FUND	35,000
ANTI-DEFAMATION LEAGUE 309 W WASHINGTON ST STE 750 CHICAGO, IL 60606	N/A	PUBLIC	WORLD OF DIFFERENCE PROGRAM	25,000
Total ► 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVE CHICAGO, IL 60603	N/A	PUBLIC	MUSEUM EDUCATION	10,000
ASSOCIATED TALMUD TORAHS OF CHICAGO 2828 W PRATT BLVD CHICAGO, IL 60645	N/A	PUBLIC	LEARNING DIFFICULTIES PROGRAM	15,000
ASSOCIATION HOUSE OF CHICAGO 1116 N KEDZIE AVENUE CHICAGO, IL 60651	N/A	PUBLIC	HEALTHY LIFESTYLES PROGRAM	6,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BEST BUDDIES ILLINOIS 360 N ORLEANS ST STE 678 CHICAGO, IL 60654	N/A	PUBLIC	BEST BUDDIES PROGRAM	8,500
BIG BROTHERSBIG SISTERS OF METRO CHICAGO 560 WEST LAKE ST CHICAGO, IL 60661	N/A	PUBLIC	GENERAL	10,000
BOARD OF JEWISH EDUCATION 3320 W DUNDEE ROAD NORTHBROOK, IL 60062	N/A	PUBLIC	GENERAL	145,000
Total ► 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRANDEIS UNIVERSITY PO BOX 5491 MS122 WALTHAM, MA 02454	N/A	PUBLIC	LIBRARY COLLECTION	15,000
CAMP RAMAH IN WISCINSIN 65 E WACKER 1200 CHICAGO, IL 60601	N/A	PUBLIC	GENERAL	25,000
CANCER WELLNESS CENTER 215 REVERE DR NORTHBROOK, IL 60062	N/A	PUBLIC	PROGRAMS	35,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARAVAN TO CLASS1001 BRIDGEWAY SAUSALITO, CA 94965	N/A	PUBLIC	SCHOOLS IN TIMBUKTU	10,000
CASA CENTRAL SOCIAL SERVICES CORP 1343 N CALIFORNIA AVE CHICAGO, IL 60622	N/A	PUBLIC	LA POSADA PROGRAM	10,000
CATHOLIC THEOLOGICAL UNION 5401 N CORNELL AVE CHICAGO, IL 60615	N/A	PUBLIC	LECTURES & LIBRARY	15,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR DISABILITY AND ELDER LAW 710 N LAKE SHORE DR 300 CHICAGO, IL 60611	N/A	PUBLIC	GENERAL	7,500
CHICAGO CHESSED FUND 7045 N RIDGEWAY AVE LINCOLNWOOD, IL 60712	N/A	PUBLIC	GENERALFOOD AND SUPPORT SERVICES	5,000
CHICAGO INSTITUTE FOR PSYCHOANALYSISBARR HARRIS 122 S MICHIGAN CHICAGO, IL 60603	N/A	PUBLIC	CHILDREN'S GRIEF CENTER	20,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHICAGO PHILHARMONIC SOCIETY 401 SOUTH LASALLE STREET 1600-J CHICAGO, IL 60605	N/A	PUBLIC	GENERAL	8,000
CHICAGO SHAKESPEARE THEATER 800 E GRAND AVENUE CHICAGO, IL 60611	N/A	PUBLIC	GENERAL	5,000
CHICAGO SYMPHONY ORCHESTRA 220 S MICHIGAN AVE CHICAGO, IL 60604	N/A	PUBLIC	INSTITUTE FOR LEARNING, ACCESS, AND TRAINING	20,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHICAGO YIVO SOCIETY 141 W JACKSON BLVD STE 1910A CHICAGO, IL 60606	N/A	PUBLIC	PROGRAMS	7,500
CONGREGATION BENE SHOLOM 4435 W OAKTON SKOKIE, IL 60076	N/A	PUBLIC	PROGRAMS	10,000
COUNCIL FOR JEWISH ELDERLY (CJE SENIOR LIFE) 3003 W TOUHY AVE CHICAGO, IL 60645	N/A	PUBLIC	CARE MANAGEMENT SERVICES PROGRAM	50,000
Total ► 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CRADLES TO CRAYONS 4141 W GEORGE STREET CHICAGO, IL 60641	N/A	PUBLIC	GENERAL	5,000
DANIEL CENTERS FOR PROGRESSIVE JUDAISM 1 W 4TH STREET NEW YORK, NY 10012	N/A	PUBLIC	JEWISH SOUL OVERHAUL PROGRAM	10,000
DYSTONIA MEDICAL RESEARCH FOUNDATION 1 E WACKER DR STE 2430 CHICAGO, IL 60601	N/A	PUBLIC	RESEARCH GRANT	10,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
EXPONENT PHILANTHROPY 1720 N STREET NW WASHINGTON, DC 20036	N/A	PUBLIC	GENERAL	500
FACING HISTORY AND OURSELVES 200 E RANDOLPH STE 2100 CHICAGO, IL 60601	N/A	PUBLIC	PROFESSIONAL DEVELOPMENT OF TEACHERS	5,000
FIELD MUSEUM OF NATURAL HISTORY 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605	N/A	PUBLIC	MUSEUM EDUCATION	7,500
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GREENVILLE COLLEGE 315 E COLLEGE AVENUE GREENVILLE, IL 62246	N/A	PUBLIC	JEWISH CHRISTIAN STUDIES	50,000
HEBREW THEOLOGICAL COLLEGE 7135 N CARPENTER RD SKOKIE, IL 60077	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	18,000
HEBREW UNION COLLEGE ONE W 4TH ST NEW YORK, NY 10012	N/A	PUBLIC	YEAR IN ISRAEL PROGRAM	75,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HIAS1300 SPRING STREET SUITE 500 SILVER SPRING, MD 20910	N/A	PUBLIC	GENERAL	15,000
HUBBARD STREET DANCE CHICAGO 1147 W JACKSON BLVD CHICAGO, IL 60607	N/A	PUBLIC	EDUCATION & COMMUNITY PROGRAM	7,500
IDA CROWN JEWISH ACADEMY 2828 W PRATT BLVD CHICAGO, IL 60645	N/A	PUBLIC	PROGRAMS	10,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ILLINOIS HOLOCAUST MUSEUM & EDUCATION CENTER 9603 WOODS DRIVE SKOKIE, IL 60077	N/A	PUBLIC	GENERAL	10,000
INTERNATIONAL FELLOWSHIP OF CHRISTIANS AND JEWS 30 NORTH LASALLE STREET CHICAGO, IL 60602	N/A	PUBLIC	PROGRAM FOR THE BENEFIT OF JEWS OF FORMER SOVIET UNION	10,000
ISRAEL CENTER FOR EXCELLENCE THROUGH EDUCATION 211 E CHICAGO ST STE 1020 CHICAGO, IL 60611	N/A	PUBLIC	GENERAL	12,500
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ISRAEL GUIDE DOG CENTER FOR THE BLIND 968 EATON ROAD SUITE H WARRINGTON, PA 18976	N/A	PUBLIC	GENERAL	6,000
JBI INTERNATIONAL (JEWISH BRAILLE INSTITUTE) 110 E 30TH STREET NEW YORK, NY 10016	N/A	PUBLIC	PROGRAMS	12,000
JEWISH CHILD AND FAMILY SERVICES 216 W JACKSON BLVD 700 CHICAGO, IL 60606	N/A	PUBLIC	GENERAL	12,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH CHILDREN'S ADOPTION NETWORK PO BOX 147016 DENVER, CO 80214	N/A	PUBLIC	GENERAL	5,000
JEWISH COMMUNITY CENTERS OF CHICAGO 30 S WELLS ST RM 4000 CHICAGO, IL 60606	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	55,000
JEWISH COUNCIL FOR YOUTH SERVICES 100 N LASALLE ST STE 400 CHICAGO, IL 60602	N/A	PUBLIC	CAMP PROGRAM	40,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH NATIONAL FUND60 REVERE DR NORTHBROOK, IL 60062	N/A	PUBLIC	SOCIAL SERVICES PROGRAM	15,000
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	50,000
JEWISH UNITED FUNDJEWISH FEDERATION OF METROPOLITAN CHICAGO 30 N WELLS CHICAGO, IL 60606	N/A	PUBLIC	GENERAL	125,000
Total ► 3a				2,192,557


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH VOCATIONAL SERVICE CHICAGO 216 W JACKSON BLVD 700 CHICAGO, IL 60606	N/A	PUBLIC	GENERAL	13,000
JOHN HOWARD ASSOCIATION 375 EAST CHICAGO AVENUE SUITE 529 CHICAGO, IL 60611	N/A	PUBLIC	GENERAL	15,000
JOURNEYCARE833 W CHICAGO AVENUE CHICAGO, IL 60642	N/A	PUBLIC	GENERAL	20,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEGAL ASSISTANCE FOUNDATION OF CHICAGO 111 W JACKSON BLVD STE 300 CHICAGO, IL 60604	N/A	PUBLIC	GENERAL	25,000
LES TURNER ALS FOUNDATION 5550 W TOUHY AVE STE 302 SKOKIE, IL 60077	N/A	PUBLIC	ALS RESEARCH	20,000
LEUKEMIA RESEARCH FOUNDATION 3520 LAKE AVENUE SUITE 202 WILMETTE, IL 60091	N/A	PUBLIC	GENERAL	5,000
Total ► 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LINCOLN PARK ZOO2001 NORTH CLARK CHICAGO, IL 60614	N/A	PUBLIC	GENERAL	5,000
LITTLE CITY FOUNDATION 1760 WEST ALGOQUIN ROAD PALATINE, IL 60067	N/A	PUBLIC	GENERAL	10,000
LYRIC OPERA OF CHICAGO 20 N WACKER DR CHICAGO, IL 60606	N/A	PUBLIC	ANNUAL CAMPAIGN	25,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAOT CHITIM OF GREATER CHICAGO INC 4433 WEST TOUHY AVE SUITE 200 LINCOLNWOOD, IL 60712	N/A	PUBLIC	HOLIDAY FOOD PROGRAM	17,500
MEMORY CARE HOME SOLUTIONS 1526 S BIG BEND BLVD ST LOUIS, MO 63117	N/A	PUBLIC	GENERAL	30,000
METRO CHICAGO HILLEL30 S WELLS ST CHICAGO, IL 60606	N/A	PUBLIC	GENERAL	5,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MICHAEL ROLFE PANCREATIC CANCER FOUNDATION 910 W VAN BUREN ST 3RD FL CHICAGO, IL 60607	N/A	PUBLIC	MEDICAL RESEARCH	25,000
NATIONAL JEWISH HEALTH 1400 JACKSON STREET DENVER, CO 80206	N/A	PUBLIC	GENERAL	10,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY PO BOX 4527 NEW YORK, NY 10163	N/A	PUBLIC	GENERAL	7,500
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW ISRAEL FUNDPO BOX 96712 WASHINGTON, DC 20077	N/A	PUBLIC	GENERAL	12,500
OLIN-SANG-RUBY UNION INSTITUTE 555 SKOKIE BLVD 225 NORTHBROOK, IL 60062	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	60,000
ORT AMERICAN INC 3701 COMMERCIAL AVE STE 13 NORTHBROOK, IL 60062	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	10,000
Total 				2,192,557
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PEOPLE FOR THE AMERICAN WAY FOUNDATION 2000 M STREET NW SUITE 400 WASHINGTON, DC 20036	N/A	PUBLIC	GENERAL	30,000
RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN RD HIGHLAND PARK, IL 60035	N/A	PUBLIC	EDUCATION & COMMUNITY PARTNERSHIPS	20,000
READIING IN MOTION65 E WACKER 305 CHICAGO, IL 60601	N/A	PUBLIC	GENERAL	10,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCHELLE ZELL JEWISH HIGH SCHOOL 1095 LAKE COOK ROAD DEERFIELD, IL 60015	N/A	PUBLIC	GENERAL	10,000
ROOSEVELT UNIVERSITY 430 S MICHIGAN AVE RM 8277 CHICAGO, IL 60605	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	20,000
RUSH UNIVERSITY MEDICAL CENTER 1700 W VAN BUREN STE 250 CHICAGO, IL 60612	N/A	PUBLIC	MEDICAL RESEARCH	150,057
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHOLARSHIP FUND OF ST LOUIS 8211 CLAYTON ROAD ST LOUIS, MO 63117	N/A	PUBLIC	INTEREST FREE LOANS	12,500
SHALVE315 FIFTH AVENUE 6TH FLOOR NEW YORK, NY 10016	N/A	PUBLIC	GENERAL	10,000
SHEDD AQUARIUM 1200 S LAKE SHORE DRIVE CHICAGO, IL 60605	N/A	PUBLIC	GENERAL	7,500
Total ▶ 3a				2,192,557

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	N/A	PUBLIC	TEACHING TOLERANCE PROGRAM	20,000
SPERTUS INSTITUTE OF JEWISH STUDIES 610 S MICHIGAN AVE CHICAGO, IL 60605	N/A	PUBLIC	EDUCATIONAL PROGRAMMING	12,500
THE ARK6450 N CALIFORNIA AVE CHICAGO, IL 60645	N/A	PUBLIC	SARNOFF LEVIN RESIDENCE PROGRAM	47,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE ARTS CENTER OF HIGHLAND PARK 1957 SHERIDAN ROAD HIGHLAND PARK, IL 60035	N/A	PUBLIC	GENERAL	5,000
THE CHICAGO LIGHTHOUSE 1850 WEST ROOSEVELT ROAD CHICAGO, IL 60608	N/A	PUBLIC	GENERAL	5,000
THE HALDLEY SCHOOL FOR THE BLIND 700 ELM ST WINNETKA, IL 60093	N/A	PUBLIC	CENTER FOR ENTREPRENEURSHIP	40,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE LAMBS FARM INC 14245 W ROCKLAND RD LIBERTYVILLE, IL 60048	N/A	PUBLIC	QUEST PROGRAM	10,000
THE NIGHT MINISTRY 4711 N RAVENSWOOD AVENUE CHICAGO, IL 60640	N/A	PUBLIC	OUTREACH AND HEALTH PROGRAM	7,500
THRESHOLDS 4101 N RAVENSWOOD AVE CHICAGO, IL 60613	N/A	PUBLIC	HOMELESS SERVICES PROGRAMS	17,500
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
US COMMITTEE FOR UNICEF 500 N MICHIGAN AVE STE 1000 CHICAGO, IL 60611	N/A	PUBLIC	MEDICAL ASSISTANCE IMMUNIZATION PROGRAM	25,000
UC CUMBERLAND COLLEGE 816 WALNUT ST WILLIAMSBURG, KY 40769	N/A	PUBLIC	SCHOLARSHIP ASSISTANCE	15,000
UNION FOR REFORM JUDAISM 633 THIRD AVENUE NEW YORK, NY 10017	N/A	PUBLIC	GENERAL	35,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED NEGRO COLLEGE FUND 8260 WILLOW OAKS CORPORATE DRIVE PO BOX 10444 FAIRFAX, VA 22031	N/A	PUBLIC	GENERAL	15,000
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024	N/A	PUBLIC	GENERAL	10,000
VICTORY GARDENS THEATER 2257 N LINCOLN AVE CHICAGO, IL 60614	N/A	PUBLIC	EDUCATIONAL PROGRAM	10,000
Total ▶ 3a				2,192,557

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTH SERVICES OF GLENVIEW NORTHBROOK 3080 W LAKE AVENUE GLENVIEW, IL 60026	N/A	PUBLIC	GENERAL	10,000
YOUTHBUILD LAKE COUNTY (YBLC) 1636 KRISTAN NORTH CHICAGO, IL 60064	N/A	PUBLIC	GENERAL	10,000
Total ▶ 3a				2,192,557

TY 2017 Accounting Fees Schedule**Name:** CHARLES AND M R SHAPIRO FOUNDATION INC**EIN:** 36-6109757**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HEGRE, MCMAHON & SCHIMMEL, LLC - AUDIT & FORM 990-PF	15,750	0		15,750

TY 2017 Investments Corporate Bonds Schedule**Name:** CHARLES AND M R SHAPIRO FOUNDATION INC**EIN:** 36-6109757**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN FDS BD INDEX - 1,204,049.69 SHS	12,888,884	12,888,884
MFB NORTHN FDS ULTRA SHORT FXD INC FD	221,106	221,106

TY 2017 Investments Corporate Stock Schedule

Name: CHARLES AND M R SHAPIRO FOUNDATION INC

EIN: 36-6109757

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN FDS STK INDEX FD - 929,254.56 SHS	29,074,193	29,074,193

TY 2017 Investments Government Obligations Schedule**Name:** CHARLES AND M R SHAPIRO FOUNDATION INC**EIN:** 36-6109757**US Government Securities - End
of Year Book Value:**

1,233,432

**US Government Securities - End
of Year Fair Market Value:**

1,233,432

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2017 Other Expenses Schedule**Name:** CHARLES AND M R SHAPIRO FOUNDATION INC**EIN:** 36-6109757**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,200	0		1,200
SECRETARIAL SERVICES	32,125	0		32,125
CORPORATE FILING FEES	115	0		115
DUES AND SUBSCRIPTIONS	750	0		750
POSTAGE	171	0		171

TY 2017 Other Increases Schedule

Name: CHARLES AND M R SHAPIRO FOUNDATION INC

EIN: 36-6109757

Description	Amount
MARKET VALUE ADJUSTMENTS OF INVESTMENTS	2,331,561

TY 2017 Other Professional Fees Schedule**Name:** CHARLES AND M R SHAPIRO FOUNDATION INC**EIN:** 36-6109757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHERN TRUST COMPANY - CUSTODIAL	130,138	65,069		65,069

TY 2017 Taxes Schedule**Name:** CHARLES AND M R SHAPIRO FOUNDATION INC**EIN:** 36-6109757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	10,786	1,618		9,168
FEDERAL EXCISE TAX	19,826	0		0