

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation ARKES FAMILY FOUNDATION		A Employer identification number 46-1536842	
Number and street (or P.O. box number if mail is not delivered to street address) 1000 N LAKE SHORE PLAZA NO 27A		Room/suite	B Telephone number (see instructions) (312) 280-8292
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60611		C If exemption application is pending, check here <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) ▶ \$ 10,691,430	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)	1,761,111			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	270,265	270,253		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	313,522			
	b Gross sales price for all assets on line 6a _____ 973,309				
	7 Capital gain net income (from Part IV, line 2) . . .		299,670		
	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)	☛ 4,720	10,729		
	12 Total. Add lines 1 through 11	2,349,618	580,652		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	☛ 12,800	6,400		6,400
	c Other professional fees (attach schedule)				
	17 Interest	2,655	2,655		0
	18 Taxes (attach schedule) (see instructions)	☛ 6,484	348		0
	19 Depreciation (attach schedule) and depletion . . .	53	53		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☛ 82,744	80,052		104
	24 Total operating and administrative expenses. Add lines 13 through 23	104,736	89,508		6,504
	25 Contributions, gifts, grants paid	994,026			994,026
	26 Total expenses and disbursements. Add lines 24 and 25	1,098,762	89,508		1,000,530
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,250,856			
	b Net investment income (if negative, enter -0-)		491,144		
	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	193,185	447,829	447,829
	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)	3,987,608	3,967,842	5,524,673
	c Investments—corporate bonds (attach schedule)	1,770,813	2,714,322	2,707,424
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,529,853	1,602,322	2,011,504
	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)	7,481,459	8,732,315	10,691,430	
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 FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	7,481,459	8,732,315	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	0	0	
	29 Total net assets or fund balances (see instructions)	7,481,459	8,732,315	
30 Total liabilities and net assets/fund balances (see instructions) .	7,481,459	8,732,315		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	7,481,459
2 Enter amount from Part I, line 27a	2	1,250,856
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	8,732,315
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 29 .	6	8,732,315

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	299,670
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))
2018	964,322	9,080,865	0.106193
2017	1,047,606	9,376,293	0.111729
2016	1,078,293	9,213,299	0.117037
2015	665,980	10,149,876	0.065615
2014	498,701	10,708,700	0.046570

2 Total of line 1, column (d)	2	0.447144
3 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	3	0.089429
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	9,277,214
5 Multiply line 4 by line 3	5	829,652
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,911
7 Add lines 5 and 6	7	834,563
8 Enter qualifying distributions from Part XII, line 4	8	1,000,530

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	4,911
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	4,911
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	4,911
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	5,845
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	10,845
8	Enter any penalty for underpayment of estimated tax. Check here <input 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	5,934
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 5,934 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
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>		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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
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>		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?	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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		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 ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>MICHAEL A ARKES</u> Telephone no. ▶ <u>(312) 280-8292</u>			

Located at ▶ 1000 N LAKE SHORE PLAZA NO 27A CHICAGO ILZIP+4 ▶ 60611

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	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 <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? <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.)	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 2019 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 2019.)	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 2019?	4b	No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b
c	Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>		
	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	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b
	<i>If "Yes" to 6b, file Form 8870.</i>		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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
MICHAEL ARKES 1000 N LAKE SHORE PLAZA 27A CHICAGO, IL 60611	PRESIDENT 3.00	0	0	0
HELEN ARKES 1000 N LAKE SHORE PLAZA 27A CHICAGO, IL 60611	DIRECTOR 0.20	0	0	0
JOHN ERAMO 2104 NW EVERETT STREET PORTLAND, OR 97210	DIRECTOR 0.10	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(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.				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	8,986,438
b	Average of monthly cash balances.	1b	432,053
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,418,491
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	9,418,491
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	141,277
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,277,214
6	Minimum investment return. Enter 5% of line 5.	6	463,861

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	463,861
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	4,911
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	927
c	Add lines 2a and 2b.	2c	5,838
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	458,023
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	458,023
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	458,023

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,000,530
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,000,530
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	4,911
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	995,619

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				458,023
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				271,030
d From 2017.				587,409
e From 2018.				521,073
f Total of lines 3a through e.	1,379,512			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 1,000,530				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				458,023
e Remaining amount distributed out of corpus	542,507			
5 Excess distributions carryover applied to 2019. (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	1,922,019			
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				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 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	1,922,019			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				271,030
c Excess from 2017.				587,409
d Excess from 2018.				521,073
e Excess from 2019.				542,507

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling.

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

		Prior 3 years				(e) Total
		(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
a	"Assets" alternative test—enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

MICHAEL ARKES

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

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	994,026
b <i>Approved for future payment</i>				
Total			3b	0

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	
Enter gross amounts unless otherwise indicated.				
1 Program service revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments. . . .				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities. . . .	900001	12	14	270,253
5 Net rental income or (loss) from real estate:				
a Debt-financed property.				
b Not debt-financed property.				
6 Net rental income or (loss) from personal property				
7 Other investment income.				
8 Gain or (loss) from sales of assets other than inventory				
900001	13,852	18	299,670	
9 Net income or (loss) from special events:				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a FROM K-1: PRIVATE EQUITY CORE FUND V, LP - OTHER INCOME (UBTI)	900001	1,214		
b FROM K-1: PRIVATE EQUITY CORE FUND (QP) VI, LP - OTHER INCOME (UBTI)	900001	-2,353		
c FROM K-1: PRIVATE EQUITY CORE FUND VIII, LP - OTHER INCOME (UBTI)	900001	-4,870		
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e).				
	7,855		580,652	0
13 Total. Add line 12, columns (b), (d), and (e). 13 588,507				

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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) (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.

*****	2020-11-10	*****
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	TERRENCE COAKLEY		2020-11-10		P00091665
	Firm's name ▶ RSM US LLP				Firm's EIN ▶ 42-0714325
Firm's address ▶ 20 N MARTINGALE ROAD SUITE 500 SCHAUMBURG, IL 601732420					Phone no. (847) 517-7070

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
PUBLICLY TRADED SECURITIES - NORTHERN TRUST			
FROM K-1: PRIVATE EQUITY CORE FUND (QP) VI LP	P		
FROM K-1: PRIVATE EQUITY CORE FUND (QP) VI LP (UBTI)	P		
FROM K-1: PRIVATE EQUITY CORE FUND V LP (UBTI)	P		
FROM K-1: PRIVATE EQUITY CORE FUND V LP	P		
FROM K-1: PRIVATE EQUITY CORE FUND VIII LP	P		
FROM K-1: PRIVATE EQUITY CORE FUND VIII LP (UBTI)	P		
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
834,739		657,860	176,879
60,184			60,184
2,837		2,837	0
7,818		7,818	0
42,409			42,409
		1,927	-1,927
3,197		3,197	0
22,125			22,125

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			176,879
			60,184
			0
			0
			42,409
			-1,927
			0
			22,125

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A BETTER CHICAGO 600 W VAN BUREN STREET STE 510 CHICAGO, IL 60607	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	10,000
ALLIANCE TO END HOMELESSNESS IN SUBURBAN COOK COUNTY 4415 HARRISON STREET STE 228 HILLSDALE, IL 60162	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION INC 225 N MICHIGAN AVENUE STE 1700 CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,100
Total ▶ 3a				994,026

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				
AMERICAN CIVIL LIBERTIES UNION FOUNDATION INC 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
AMNESTY INTERNATIONAL OF THE USA INC 5 PENN PLAZA 16TH FLOOR NEW YORK, NY 10001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
Total ▶ 3a				994,026

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>				
AMY KROUSE ROSENTHAL FOUNDATION 111 W WASHINGTON STREET STE 1500 CHICAGO, IL 60602	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
ANN & ROBERT H LUNE CHILDREN'S HOSPITAL OF CHICAGO 225 E CHICAGO AVENUE BOX 282 CHICAGO, IL 60611	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
ANSHE EMET SYNAGOGUE 3751 N BROADWAY STREET CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	12,745
Total ▶ 3a				994,026

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 AVENUE CHICAGO, IL 60603	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	150
AUNT MARTHAS HEALTH AND WELLNESS INC 19990 GOVERNORS HIGHWAY OLYMPIA FIELDS, IL 60461	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,630
BAUTISTA MEMORIAL SCHOLARSHIP 6425 S HARLEM AVENUE CHICAGO, IL 60638	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
Total ▶ 3a				994,026

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>				
BELOIT COLLEGE700 COLLEGE STREET BELIOT, WI 53511	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	26,250
BERNARD ZELL ANSHE EMET DAY SCHOOL 3751 N BROADWAY STREET CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
BLUE SKY BAKERY3720 N LINCOLN CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,750
Total ▶ 3a				994,026

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>				
BOWEN HIGHSCHOOL ALUMNI ASSOCIATION INC PO BOX 43 HIGHLAND PARK, IL 60035	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
BRADY CENTER TO PREVENT GUN VIOLENCE 840 1ST STREET NE STE 400 WASHINGTON, DC 20002	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
CARA PROGRAM 237 S DES PLAINES STREET CHICAGO, IL 60661	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	4,560
Total ▶ 3a				994,026

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHICAGO ARCHITECTURE FOUNDATION 224 S MICHIGAN AVENUE CHICAGO, IL 60604	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	93
CHICAGO BOTANICAL GARDENS 1000 LAKE COOK ROAD GLENCOE, IL 60022	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	89
CHICAGO CHILDRENS ADVOCACY CENTER 1240 S DAMEN AVENUE CHICAGO, IL 60608	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,770
Total ▶ 3a				994,026

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 COALITION FOR THE HOMELESS 70 E LAKE STREET STE 720 CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
CHICAGO HISTORY MUSEUM 1601 N CLARK STREET CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	120
CHICAGO HOUSE AND SOCIAL SERVICE AGENCY 1925 N CLYBOURN AVENUE STE 401 CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

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 HUMAN RHYTHM PROJECT 410 S MICHIGAN AVENUE STE 464 CHICAGO, IL 60605	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
CHICAGO HUMANITIES FESTIVAL 500 N DEARBORN STE 825 CHICAGO, IL 60654	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
CHICAGO PUBLIC MEDIA INC 848 E GRAND AVENUE NAVY PIER CHICAGO, IL 60611	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	120
Total ► 3a				994,026

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>				
CHRISTOPHER HOUSE 1611 W DIVISION STREET APT 208 CHICAGO, IL 60622	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
CIRCESTEEM INC4730 SHERIDAN ROAD CHICAGO, IL 60640	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
COHEN HILLEL AT THE UNIVERSITY OF ILLINOIS AT URBANA-CHAMPAIGN 503 E JOHN STREET CHAMPAIGN, IL 61820	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
Total ▶ 3a				994,026

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>				
COOPERATIVE FOR ASSISTANCE AND RELIEF EVERYWHERE INC 151 ELLIS STREET NE ATLANTA, GA 30303	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
COUNCIL FOR JEWISH ELDERLY 3003 W TOUHY AVENUE CHICAGO, IL 60645	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
DIGESTIVE HEALTH FOUNDATION 251 E HURON STREET STE 3-200 CHICAGO, IL 60611	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	7,800
Total ▶ 3a				994,026

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>				
DOCTORS WITHOUT BORDERS USA INC 333 SEVENTH AVENUE STE 2ND FLOOR NEW YORK, NY 10001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
ENCHANTED BACKPACK 155 N WACKER DRIVE STE 1680 CHICAGO, IL 60606	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
ENVIRONMENTAL DEFENSE FUND INCORPORATED 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
Total ▶ 3a				994,026

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>				
ENVIRONMENTAL LAW AND POLICY CENTER OF THE MIDWEST 35 E WACKER DRIVE STE 1600 CHICAGO, IL 60601	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
EQUIP FOR EQUALITY 20 N MICHIGAN AVENUE STE 300 CHICAGO, IL 60602	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
ERIKSON INSTITUTE 451 N LASALLE DRIVE CHICAGO, IL 60654	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
Total ▶ 3a				994,026

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>				
F C H N PROGRAN INC 1234 W 59TH STREET CHICAGO, IL 60636	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
FAMILY INSTITUTE618 LIBRARY PLACE EVANSTON, IL 60201	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
GREATER CHICAGO FOOD DEPOSITORY 4100 W ANN LURIE PLACE CHICAGO, IL 60632	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
Total ▶ 3a				994,026

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>				
GROWING HOME INC 2732 N CLARK STREET CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	3,100
HADASSAH FOUNDATION INC 40 WALL STREET NEW YORK, NY 10005	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
HEARTLAND ALLIANCE 208 S LASALLE STREET STE 1300 CHICAGO, IL 60604	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
Total ► 3a				994,026

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>				
HEIFER INTERNATIONAL FOUNDATION 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
HELPING HAND INCENTIVES 329 W 18TH STREET STE 714 CHICAGO, IL 60616	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	775,250
HIGH JUMP59 W NORTH BOULEVARD CHICAGO, IL 60610	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
Total ▶ 3a				994,026

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>				
HIGHTSIGHT315 W WALTON STREET CHICAGO, IL 60610	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
HOLOCAUST MEMORIAL FOUNDATION OF ILLINOIS INC 9603 WOODS DRIVE SKOKIE, IL 60077	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	750
HOMES FOR OUR TROOPS INC 6 MAIN STREET TAUNTON, MA 02780	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

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>				
HONOR FLIGHT CHICAGO CORP 9701 W HIGGINS ROAD STE 310 ROSEMONT, IL 60018	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
HUMAN RIGHTS WATCH INC 350 FIFTH AVENUE 34TH FLOOR NEW YORK, NY 10118	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
IMMUNE DEFICIENCY FOUNDATION 110 WEST ROAD NO 300 TOWSON, MD 21204	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
Total ► 3a				994,026

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>				
INSPIRATION CORPORATION 4554 N BROADWAY STREET STE 207 CHICAGO, IL 60640	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
JAC EDUCATION FOUNDATION PO BOX 541 HIGHLAND PARK, IL 60035	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
JDRF INTERNATIONAL 26 BROADWAY 14TH FLOOR NEW YORK, NY 10004	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	600
Total ► 3a				994,026

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH COUNCIL ON URBAN AFFAIRS 610 S MICHIGAN AVENUE CHICAGO, IL 60605	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,400
JEWISH UNITED FUND OF METROPOLITAN CHICAGO 30 S WELLS STREET CHICAGO, IL 60606	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	50,093
JEWISH WOMEN'S FOUNDATION OF METROPOLITAN CHICAGO 30 S WELLS STREET THIRD FLOOR CHICAGO, IL 60606	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,000
Total ▶ 3a				994,026

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>				
LAKEVIEW PANTRY 3945 N SHERIDAN ROAD CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,500
LATINOS PROGRESANDO 3047 W CERMAK ROAD CHICAGO, IL 60623	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
LINCOLN PARK ZOOLOGICAL SOCIETY 2001 N CLARK STREET CHICAGO, IL 60614	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	95
Total ▶ 3a				994,026

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITERATURE FOR ALL OF US 2010 DEWEY AVENUE EVANSTON, IL 60201	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	150
MAKE-A-WISH FOUNDATION OF ILLINOIS INC 640 N LASALLE DRIVE NO 280 CHICAGO, IL 60654	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
MAOT CHITIM OF GREATER CHICAGO INC 7366 N LINCOLN AVENUE LINCOLNWOOD, IL 60712	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
Total ▶ 3a				994,026

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>				
MASORTI FOUNDATION FOR CONSERVATIVE JUDAISM IN ISRAEL 475 RIVERSIDE DRIVE STE 832 NEW YORK, NY 10115	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	360
MEALS ON WHEELS FOUNDATION OF COOK COUNTY 3239 GROVE AVENUE STE 202 BERWYN, IL 60402	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
MERCADO GLOBAL INC 254 36TH STREET UNIT 41 STE C308 BROOKLYN, NY 11232	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

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>				
MUSEUM OF SCIENCE & INDUSTRY 5700 S LAKE SHORE DRIVE CHICAGO, IL 60637	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	145
NATIONAL COUNCIL OF JEWISH WOMEN INCORPORATED 475 RIVERSIDE DRIVE STE 1901 NEW YORK, NY 10115	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
NATIONAL IMMIGRANT JUSTICE CENTER 224 S MICHIGAN AVE STE 600 CHICAGO, IL 60604	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,100
Total ▶ 3a				994,026

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL PARKINSON FOUNDATION INC PO BOX 880145 BOCA RATON, FL 334880145	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
NATURE CONSERVANCY 4245 N FAIRFAX DRIVE ARLINGTON, VA 22203	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
NEIGHBORHOOD HOUSING SERVICES OF CHICAGO 1279 N MILWAUKEE AVENUE CHICAGO, IL 60622	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

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 FUND 6 E 39TH STREET STE 301 NEW YORK, NY 10016	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	360
NIGHT MINISTRY 4711 N RAVENSWOOD AVENUE CHICAGO, IL 60640	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,250
NORTHERN ILLINOIS UNIVERSITY FOUNDATION ALTGELD HALL 135 DEKALB, IL 60622	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

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>				
OUR LADY OF THE ASSUMPTION CATHOLIC SCHOOL 2222 SHOPEIRE BELOIT, WI 53511	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
OXFAM AMERICA ACTION FUND INC 226 CAUSEWAY STREET 5TH FLOOR BOSTON, MA 02114	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
PLANNED PARENTHOOD OF ILLINOIS 18 S MICHIGAN AVENUE 6TH FLOOR CHICAGO, IL 60603	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	3,000
Total ▶ 3a				994,026

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>				
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
PURDUE RESEARCH FOUNDATION 1281 WIN HENTSCHEL BOULEVARD WEST LAFAYETTE, IN 47906	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
RESPOND NOW INCPO BOX 215 CHICAGO HEIGHTS, IL 60412	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
Total ▶ 3a				994,026

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				
RESURRECTION PROJECT 1818 S PAULINA STREET CHICAGO, IL 60608	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
RIVERTREE ACADEMY 5439 BONNELL AVENUE FORT WORTH, TX 76107	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
SANDY SPRING FRIENDS SCHOOL 16923 NORWOOD ROAD SANDY SPRING, MD 20860	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
Total ▶ 3a				994,026

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>				
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 111 N WABASH AVENUE 500 CHICAGO, IL 60602	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	250
SHALVA INCPO BOX 46375 CHICAGO, IL 60646	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,460
SMITHSONIAN INSTITUTION OFFICE OF THE COMPTROLLER 1000 JEFFERSON DRIVE SW WASHINGTON, DC 20560	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	55
Total ▶ 3a				994,026

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>				
SOUTH SUBURBAN FAMILY SHELTER 18139 HARWOOD AVENUE HOMWOOD, IL 60430	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	1,000
SPERTUS INSTITUTE FOR JEWISH LEARNING AND LEADERSHIP 610 S MICHIGAN AVENUE CHICAGO, IL 60605	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	75
STORYCATCHERS THEATRE 544 W OAK STREET STE 1005 CHICAGO, IL 60610	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEACH FOR AMERICA INC 25 BROADWAY 12TH FLOOR NEW YORK, NY 10004	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	15,000
THE ARK6450 N CALIFORNIA AVENUE CHICAGO, IL 60645	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	5,000
THE JACK & SHIRLEY LUBEZNIK CENTER FOR THE ARTS INC 101 W 2ND STREET MICHIGAN CITY, IN 46360	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARMY 5550 PRAIRIE STONE PARKWAY HOFFMAN ESTATES, IL 60192	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	100
THRESHOLDS 4101 N RAVENSWOOD AVENUE CHICAGO, IL 60613	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	350
UNION OF CONCERNED SCIENTISTS INC 2 BRATTLE SQUARE STE 6 CAMBRIDGE, MA 02138	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	200
Total ▶ 3a				994,026

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 INC 1805 7TH STREET NW WASHINGTON, DC 20001	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE 10TH FLOOR NEW YORK, NY 10038	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
US OLYMPICS PARAOLYMPICS FOUNDATION 1 OLYMPIC PLAZA COLORADO SPRINGS, CO 80909	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	500
Total ▶ 3a				994,026

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>				
VOCAL VIEWING OUR CHILDREN AS EMERGING LEADERS NFP 5317 W CHICAGO AVENUE CHICAGO, IL 60651	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	2,500
WINDOWS TO THE WORLD COMMUNICATIONS INC 5400 N ST LOUIS AVENUE CHICAGO, IL 60625	NONE	PC	EXEMPT PURPOSE OF ORGANIZATION	206
Total ▶ 3a				994,026

TY 2019 Accounting Fees Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	12,800	6,400		6,400

TY 2019 Investments Corporate Bonds Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN FDS SHORT BD FD	250,000	250,398
MFB NORTHERN FDS ULTRA SHORT FIXED INCOME	535,513	537,487
MFB NORTHERN FUNDS FIXED INCOME	377,023	376,632
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	432,176	403,982
MFC FLEX SHARES TR IBOXX 3 YR	204,313	203,215
MFO BLACKROCK FDS HIGH YIELD BD	401,492	417,137
MFO DOUBLELINE CORE FIXED INCOME FUND I	513,805	518,573

TY 2019 Investments Corporate Stock Schedule

Name: ARKES FAMILY FOUNDATION
 EIN: 46-1536842

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	8,249	17,285
AIR PRODUCTS AND CHEMICALS, INC	13,870	23,029
AMGEN INC	6,860	9,643
AUTOMATIC DATA PROCESSING	14,786	19,778
BLACKROCK INC	11,346	19,605
BROADCOM INC COM	8,903	10,429
CHEVRON CORP	16,579	17,353
CISCO SYSTEMS INC	12,582	28,200
COCA COLA CO COM	5,563	6,255
COMCAST CORP NEW-CL	9,701	11,512
CROWN CASTLE INTL CORP	12,902	22,744
DARDEN RESTAURANTTS INC COM (DRI)	4,670	4,142
ELI LILLY & CI COM	10,708	12,749
EVERSOURCE ENERGY COM	2,184	2,637
EXXON MOBIL CORP	9,447	7,746
HOME DEPOT INC	14,185	26,861
HONEYWELL INTL INC	18,497	26,727
ILLINOIS TOOL WORKS INC	8,617	12,933
JOHNSON & JOHNSON	12,623	22,902
JP MORGAN CHASE & CO	17,061	39,729
LOCKHEED MARTIN CORP	10,235	27,257
LYONDELLBASELL INDUSTRIES	8,997	10,582
MARSH & MCLENNAN CO	12,238	17,380
MAXIM INTEGRATED PRODS INC	3,712	7,627
MC DONALDS CORP. COMMON STOCK, NO PAR	20,963	25,887
MEDTRONIC PLC	13,227	18,719
MFB NORTHERN EQUITY INDEX FUNDS	301,257	414,398
MFB NORTHERN FDS STK INDEX	691,245	1,360,132
MFB NORTHERN INTL EQUITY INDEX	1,295,731	1,485,043
MFC VANGUARD FTSE EMERGING MKTS	245,158	269,799

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFO DFA INVT DIMENSIONS GROUP INC EMERGING MKTS	197,238	224,967
MFO DFA US SMALL CAP PORTFOLIO (DFSTX)	267,490	387,970
MFO VANGUARD TOTAL STOCK MARKET INDEX FUND	447,491	568,509
MICROSOFT CORP	6,081	34,536
MONDELEZ INTL INC COM	17,698	19,498
NEXTERA ENERGY INC	12,001	34,871
ONEOK INC COM STK	3,422	4,086
PAYCHEX INC	9,354	19,734
PEPSICO INC	17,837	26,104
PFIZER INC	12,069	13,674
PHILLIPS 66 COM	7,724	8,022
PNC FINANCIAL SERVICES GROUP COM STK	9,128	10,695
PROLOGSIS INC COM (PLD)	4,616	5,081
REALTY INCOME CORP	9,853	12,075
SEMPRA ENERGY INC	14,104	18,784
SIMON PROPERTY GROUP INC COM	15,130	13,257
STARBUCKS CORP COM	12,187	20,925
SYSCO CORP	7,380	8,896
TEXAS INSTRUMENTS INC	14,083	29,507
TRUIST FINL CORP COM (TFC)	18,464	28,667
US BANCORP	13,557	15,415
VALERO ENERGY CORP	5,782	8,709
WEC ENERGY GROUP INC	8,446	18,446
WELLS FARGO & CO NEW COM STK (WFC)	5,080	5,595
WILLIAMS COMPANY INC	9,531	7,567

TY 2019 Investments - Other Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MFC FLEX SHARES TR MORNINGSTAR GLOBAL	AT COST	377,165	365,477
MFO DFA INVT DIMENSIONS GROUP INC INTL REAL ESTATE	AT COST	273,549	261,434
MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE	AT COST	261,706	392,050
PRIVATE EQUITY CORE FUND V LP	AT COST	439,418	657,942
PRIVATE EQUITY CORE FUND VI	AT COST	227,061	308,707
PRIVATE EQUITY CORE FUND VIII	AT COST	23,423	25,894

TY 2019 Other Expenses Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FROM K-1: PRIVATE EQUITY CORE FUND (QP) VI LP	14,564	14,546		18
FROM K-1: PRIVATE EQUITY CORE FUND V LP	21,832	19,539		71
IL CHARITY BUREAU FUND	15	0		15
NORTHERN TRUST FEES	41,172	41,172		0
OTHER EXPENSES	366	0		0
FROM K-1: PRIVATE EQUITY CORE FUND VIII LP	4,795	4,795		0

TY 2019 Other Income Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1: PRIVATE EQUITY CORE FUND (QP) VI LP	3,365	3,365	3,365
FROM K-1: PRIVATE EQUITY CORE FUND V LP	1,392	1,392	1,392
NORTHERN TRUST - MISC	854	854	854
NORTHERN TRUST - BANK FEE REIMBURSEMENT	34	34	34
FROM K-1: PRIVATE EQUITY CORE FUND VIII LP	4,957	4,957	4,957
OTHER INCOME	127	127	127
FROM K-1: PRIVATE EQUITY CORE FUND V, LP - OTHER INCOME (UBTI)	1,214		1,214
FROM K-1: PRIVATE EQUITY CORE FUND (QP) VI, LP - OTHER INCOME (UBTI)	-2,353		-2,353
FROM K-1: PRIVATE EQUITY CORE FUND VIII, LP - OTHER INCOME (UBTI)	-4,870		-4,870

TY 2019 Taxes Schedule**Name:** ARKES FAMILY FOUNDATION**EIN:** 46-1536842

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	6,092	0		0
ILLINOIS DEPARTMENT OF REVENUE	44	0		0
FOREIGN TAXES	348	348		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491318020880	
<div>Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service</div>		<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.</div>			<div>OMB No. 1545-0047</div> <div>2019</div>
Name of the organization ARKES FAMILY FOUNDATION				Employer identification number 46-1536842	
Organization type (check one):					
Filers of: Section:					
Form 990 or 990-EZ		<input type="checkbox"/> 501(c)() (enter number) organization			
		<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation			
		<input type="checkbox"/> 527 political organization			
Form 990-PF		<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation			
		<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation			
		<input type="checkbox"/> 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					
<input checked="" type="checkbox"/> 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 other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.					
Special Rules					
<input type="checkbox"/> 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.					
<input type="checkbox"/> 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 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.					
<input type="checkbox"/> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.		Cat. No. 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2019)	

Name of organization
ARKES FAMILY FOUNDATIONEmployer identification number
46-1536842**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	MICHAEL ARKES 1000 N LAKE SHORE PLZ APT NO 27A CHICAGO, IL 60611	\$ 1,761,111	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization ARKES FAMILY FOUNDATION	Employer identification number 46-1536842
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given <small>(see instructions). Use duplicate copies of Part II if additional space is needed.</small>	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	<div></div> <div></div> <div></div> <div></div>	<div></div> \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	<div></div> <div></div> <div></div> <div></div>	<div></div> \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	<div></div> <div></div> <div></div> <div></div>	<div></div> \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	<div></div> <div></div> <div></div> <div></div>	<div></div> \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	<div></div> <div></div> <div></div> <div></div>	<div></div> \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	<div></div> <div></div> <div></div> <div></div>	<div></div> \$	

46-1536842

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.

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)