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**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2009**

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

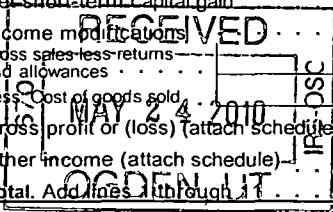
For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>MILLS FAMILY FOUNDATION</b>		A Employer identification number <b>20-3972275</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) <b>(847) 234-6525</b>
	500 NORTH GREEN BAY ROAD		
	City or town, state, and ZIP code <b>LAKE FOREST, IL 60045-2146</b>		
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			C If exemption application is pending check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>1,218,493.</b>			D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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)			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			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 page 11 of the 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) . . . . .	1,110,906.			
	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 . . . . .	20,956.	20,956.		ATCH 1
	5a Gross rents . . . . .				
	b Net rental income or (loss) . . . . .				
	6a Net gain or (loss) from sale of assets not on line 10 . . . . .	90,970.			
	b Gross sales price for all assets on line 6a . . . . .	277,050.			
	7 Capital gain net income (from Part IV, line 2) . . . . .		90,970.		
	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) . . . . .	14.	14.		ATCH 2
	12 Total. Add lines 1 through 11 . . . . .	1,222,846.	111,940.		
	13 Compensation of officers, directors, trustees, etc. . . . .	0.			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions) * . . . .	2,316.			
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) ATCH 4 . . . . .	29.	14.		15.
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	2,345.	14.		15.
	25 Contributions, gifts, grants paid . . . . .	1,710,058.			1,710,058.
	26 Total expenses and disbursements Add lines 24 and 25 . . . . .	1,712,403.	14.		1,710,073.
	27 Subtract line 26 from line 12 . . . . .	-489,557.			
	a Excess of revenue over expenses and disbursements . . . . .				
	b Net investment income (if negative, enter -0-) . . . . .		111,926.		
	c Adjusted net income (if negative, enter -0-) . . . . .			-0-	

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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		888,571.	221,913.	221,913.
	2	Savings and temporary cash investments				
	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 page 16 of the 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				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) <u>ATCH 5</u>	628,242.	805,343.	996,580.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	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)	1,516,813.	1,027,256.	1,218,493.	
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)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg. and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	1,516,813.	1,027,256.		
	30	Total net assets or fund balances (see page 17 of the instructions)	1,516,813.	1,027,256.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,516,813.	1,027,256.			

## 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	1,516,813.
2	Enter amount from Part I, line 27a	2	-489,557.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,027,256.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,027,256.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) . . . . .			2	90,970.	
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 pages 13 and 17 of the 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 page 18 of the 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))
2008	1,457,945.	1,047,457.	1.391890
2007	578,579.	241,635.	2.394434
2006	173,544.	339,745.	0.510807
2005	0.	108,990.	0.000000
2004			
2 Total of line 1, column (d) . . . . .			2 4.297131
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 1.074283
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			4 985,808.
5 Multiply line 4 by line 3 . . . . .			5 1,059,037.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 1,119.
7 Add lines 5 and 6 . . . . .			7 1,060,156.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 1,710,073.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .		1	1,119.
Date of ruling or determination letter _____ (attach copy of ruling 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 . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	1,119.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	1,119.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a	2,880.	
b Exempt foreign organizations-tax withheld at source . . . . .	6b	0.	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	0.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	2,880.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	1,761.	
11 Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <input checked="" type="checkbox"/> 1,120. <b>Refunded</b> <input type="checkbox"/> . . . . .	11	641.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		X
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		
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV . . . . .	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" 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? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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**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 page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ JAMES MILLS Telephone no ▶ 847-234-6525			
	Located at ▶ 500 NORTH GREEN BAY ROAD LAKE FOREST, IL ZIP + 4 ▶ 60045			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15			

**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 page 20 of the instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? . . . . .	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the 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 ▶		
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 2009 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 2009) . . . . .	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? . . . . .	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ 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 page 22 of the 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
ATTACHMENT 6		0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 ☐

**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 page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services . . . . . NONE

**Part IX-A Summary of Direct Charitable Activities**

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

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3 N/A	
Total. Add lines 1 through 3 . . . . .	

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	715,477.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	285,343.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,000,820.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,000,820.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	15,012.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	985,808.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	49,290.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	49,290.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	1,119.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,119.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	48,171.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	48,171.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	48,171.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,710,073.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,710,073.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	1,119.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1,708,954.

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				48,171.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .				
b Total for prior years 20 07, 20 06, 20 05 . . . . .				
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . .				
b From 2005 . . . . .				
c From 2006 . . . . . 159,350.				
d From 2007 . . . . . 573,369.				
e From 2008 . . . . . 1,411,324.				
f Total of lines 3a through e . . . . .	2,144,043.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 1,710,073.				
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .				48,171.
e Remaining amount distributed out of corpus . . . . .	1,661,902.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,805,945.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
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 . . . . .				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	3,805,945.			
10 Analysis of line 9				
a Excess from 2005 . . . . .				
b Excess from 2006 . . . . . 159,350.				
c Excess from 2007 . . . . . 573,369.				
d Excess from 2008 . . . . . 1,411,324.				
e Excess from 2009 . . . . . 1,661,902.				

Form 990-PF (2009)

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . .

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006		
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)(ii). . . . .					
(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 page 28 of the 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).)

JAMES MILLS, CHARLES MILLS

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a Paid during the year</b>  ATTACHMENT 7				
<b>Total.</b>			<b>3a</b>	1,710,058.
<b>b Approved for future payment</b>				
<b>Total.</b>			<b>3b</b>	

Form 990-PF (2009)

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions on page 28 to verify calculations )



**Schedule of Contributors**

OMB No 1545-0047

**2009**

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization  
MILLS FAMILY FOUNDATION

Employer identification number  
20-3972275

**Organization type (check one)**

**Filers of:**

**Section:**

Form 990 or 990-EZ

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not 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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **MILLS FAMILY FOUNDATION**Employer identification number  
**20-3972275****Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JAMES MILLS 500 NORTH GREEN BAY ROAD LAKE FOREST, IL 60045	\$ 727,880.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
2	CHARLES MILLS 700 SOUTH RIDGE ROAD LAKE FOREST, IL 60045	\$ 301,426.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
3	JAMES MILLS 500 NORTH GREEN BAY ROAD LAKE FOREST, IL 60045	\$ 81,600.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )



Name of organization **MILLS FAMILY FOUNDATION**Employer identification number  
20-3972275**Part II** Nongash Property (see instructions)

(a) No. from Part I	(b) Description of nongash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	5,800 SHARES OF BOEING STOCK	\$ 301,426.	11/24/2009
3	10,000 SHARES OF DENDREON STOCK	\$ 81,600.	06/09/2009
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BEAR STEARNS	20,956.	20,956.
TOTAL	<u>20,956.</u>	<u>20,956.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BEAR STEARNS	14.	14.
TOTALS	14.	14.

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
2009 ESTIMATED TAXES	2,316.
TOTALS	<u>2,316.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
IL CHARITY BUREAU	15.		15.
BANK FEES	14.	14.	
TOTALS	29.	14.	15.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BEAR STEARNS	805,343.	996,580.
TOTALS	<u>805,343.</u>	<u>996,580.</u>

MILLS FAMILY FOUNDATION

20-3972275

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

CONTRIBUTIONS  
TO EMPLOYEE  
BENEFIT PLANS

EXPENSE ACCT  
AND OTHER  
ALLOWANCES

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

COMPENSATION

JAMES MILLS  
500 NORTH GREEN BAY ROAD  
LAKE FOREST, IL 60045-2146

TRUSTEE

0.

0.

0.

CHARLES MILLS  
700 S. RIDGE ROAD  
LAKE FOREST, IL 60045

TRUSTEE

0.

0.

0.

GRAND TOTALS

0.

0.

0.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MISERICORDIA 6300 N RIDGE CHICAGO, IL 60660	NONE PUBLIC CHARITY		GENERAL FUNDING	210,000
UNITED WAY OF LAKE COUNTY 330 SOUTH GREENLEAF STREET GURNEE, IL 60031	NONE PUBLIC CHARITY		GENERAL FUNDING	100,000
CHICAGO PUBLIC SCHOOLS 125 SOUTH CLARK STREET CHICAGO, IL 60603	NONE EDUCATION ORGANIZATION		GENERAL FUNDING	100,000
NORTH SUBURBAN LUBAVITCH CHABAD 874 CENTRAL AVENUE HIGHLAND PARK, IL 60035	NONE RELIGIOUS ORGANIZATION		GENERAL FUNDING	50,000
LAKE FOREST HOSPITAL 660 N WESTMORELAND RD LAKE FOREST, IL 60045	NONE PUBLIC HOSPITAL		GENERAL FUNDING	121,400
GLENKIRK FOUNDATION 3504 COMMERCIAL AVENUE NORTHBROOK, IL 60062	NONE PUBLIC CHARITY		GENERAL FUNDING	100,000



## FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
READING POWER 1885 MILLBURNE ROAD LAKE FOREST, IL 60045	NONE PUBLIC CHARITY		GENERAL FUNDING	1,000
ALLIANCE AGAINST INTOXICATED MOTORISTS 870 EAST HIGGINS ROAD, SUITE 131 SCHAUMBURG, IL 60173	NONE PUBLIC CHARITY		GENERAL FUNDING	500
ACADEMY OF OUR LADY PLEDGE FUND 510 GRAND AVENUE WAUKEGAN, IL 60085	NONE EDUCATION ORGANIZATION		GENERAL FUNDING	5,000
AMERICAN DIABETES ASSOCIATION 1701 N BEAUREGARD STREET ALEXANDRIA, VA 22311	NONE PUBLIC CHARITY		GENERAL FUNDING	10,000
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE PUBLIC CHARITY		GENERAL FUNDING	4,926
CONGREGATION BETH OR 2075 DEERFIELD ROAD DEERFIELD, IL 60015	NONE RELIGIOUS ORGANIZATION		GENERAL FUNDING	10,000

## FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
B'NAI TORAH 2789 OAK STREET HIGHLAND PARK, IL 60035	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	75,000
BOYS & GIRLS CLUBS OF CHICAGO 550 W VAN BUREN STREET, SUITE 350 CHICAGO, IL 60607	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000
CROHN'S & COLITIS FOUNDATION OF AMERICA 386 PARK AVENUE SOUTH 17TH FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000
CHILDREN'S MEMORIAL FOUNDATION 2300 CHILDREN'S PLAZA, BOX 4 CHICAGO, IL 60614	NONE	PUBLIC HOSPITAL	GENERAL FUNDING	132,200
THE ELEPHANT SANCTUARY PO BOX 393 HOHENWALD, TN 38462	NONE	PUBLIC CHARITY	GENERAL FUNDING	3,000
ELAWA FARM FOUNDATION 1401 MIDDLEFORK DRIVE LAKE FOREST, IL 60045	NONE	PUBLIC CHARITY	GENERAL FUNDING	500

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GORTON FOUNDATION 400 E ILLINOIS ROAD LAKE FOREST, IL 60045	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000
GREATER CHICAGO FOOD DEPOSITORY 4100 W ANN LURIE PLACE CHICAGO, IL 60632	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000
HALE ELEMENTARY SCHOOL 6140 S. MELVINA CHICAGO, IL 60638	NONE	EDUCATION ORGANIZATION	GENERAL FUNDING	10,000
INFANT WELFARE SOCIETY OF CHICAGO 3600 W FULLERTON AVENUE CHICAGO, IL 60647	NONE	PUBLIC CHARITY	GENERAL FUNDING	100
COMMUNITY FOUNDATION FOR JEWISH EDUCATION 4709 W GOLF ROAD, SUITE 400 SKOKIE, IL 60076	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	20,000
JEWISH UNITED FUND 30 S WELLS STREET CHICAGO, IL 60606	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	114,000

## FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAKE FOREST COUNTRY DAY SCHOOL 145 S GREEN BAY ROAD LAKE FOREST, IL 60045	NONE EDUCATION ORGANIZATION	GENERAL FUNDING	42,405
LAKE FOREST OPEN LANDS ASSOCIATION 272 E DEERPATH, SUITE 318 LAKE FOREST, IL 60045	NONE PUBLIC CHARITY	GENERAL FUNDING	7,050
LAKE FOREST LAKE BLUFF HISTORICAL SOCIETY 361 E WESTMINSTER LAKE FOREST, IL 60045	NONE PUBLIC CHARITY	GENERAL FUNDING	1,500
LYRIC OPERA 20 N WACKER DRIVE CHICAGO, IL 60606	NONE PUBLIC CHARITY	GENERAL FUNDING	50,000
THE SEDOL FOUNDATION 18160 GAGES LAKE ROAD GAGES LAKE, IL 60030	NONE PUBLIC CHARITY	GENERAL FUNDING	5,000
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE PUBLIC CHARITY	GENERAL FUNDING	1,000

## FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
WTTW - CHANNEL 11 5400 N ST LOUIS AVENUE CHICAGO, IL 60625	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000
THE COMMUNITY SCHOOL - TEACHERS ASSOCIATION PO BOX 2118 SUN VALLEY, ID 83353	NONE	EDUCATION ORGANIZATION	GENERAL FUNDING	5,500
ALLENDALE ASSOCIATION PO BOX 1088 LAKE VILLA, IL 60046	NONE	PUBLIC CHARITY	GENERAL FUNDING	15,000
BEL CANTO FOUNDATION 3935 W DEVON AVENUE CHICAGO, IL 60659	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000
CHRIST CHURCH OF LAKE FOREST 100 N WAUKEGAN ROAD LAKE FOREST, IL 60045	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	500
CHURCH OF ST MARY'S 175 E ILLINOIS ROAD LAKE FOREST, IL 60045	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	7,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CINN FOUNDATION 4501 N WINCHESTER AVENUE, 3RD FLOOR CHICAGO, IL 60640	NONE	PUBLIC CHARITY	GENERAL FUNDING	500
EASTER SEALS 1939 W 13TH STREET, SUITE 300 CHICAGO, IL 60608	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000
IUDM/RILEY HOSPITAL FOR CHILDREN 702 BARNHILL DRIVE INDIANAPOLIS, IN 46202	NONE	PUBLIC HOSPITAL	GENERAL FUNDING	100
JOHN HOWARD ASSOCIATION 375 E CHICAGO AVENUE, SUITE 529 CHICAGO, IL 60611	NONE	PUBLIC CHARITY	GENERAL FUNDING	25,000
KANYE WEST FOUNDATION 938 N FAIRFAX AVENUE WEST HOLLYWOOD, CA 90046	NONE	PUBLIC CHARITY	GENERAL FUNDING	25,000
LIVE 4 LALI PO BOX 5112 BUFFALO GROVE, IL 60089	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000

## FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OPERATION SMILE 6435 TIDEWATER DRIVE NORFOLK, VA 23509	NONE PUBLIC CHARITY		GENERAL FUNDING	5,000
OVER THE RAINBOW ASSOCIATION 2040 BROWN AVENUE EVANSTON, IL 60201	NONE PUBLIC CHARITY		GENERAL FUNDING	10,000
PADS CRISIS CENTER 3001 GREEN BAY ROAD, BUILDING 5 NORTH CHICAGO, IL 60064	NONE PUBLIC CHARITY		GENERAL FUNDING	1,000
PEDIATRIC BRAIN TUMOR FOUNDATION 302 RIDGEFIELD COURT ASHEVILLE, NC 28806	NONE PUBLIC CHARITY		GENERAL FUNDING	500
RAGDALE 1260 N GREEN BAY ROAD LAKE FOREST, IL 60045	NONE PUBLIC CHARITY		GENERAL FUNDING	100
ST PATRICK CHURCH 991 S WAUKEGAN ROAD LAKE FOREST, IL 60045	NONE RELIGIOUS ORGANIZATION		GENERAL FUNDING	5,000

## FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
SMILE TRAIN 41 MADISON AVENUE, 28TH FLOOR NEW YORK, NY 10010	NONE	PUBLIC CHARITY	GENERAL FUNDING	125
SPIRIT OF 67 FOUNDATION 300 S WAUKEGAN ROAD LAKE FOREST, IL 60045	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500
STARKEY HEARING FOUNDATION 6700 WASHINGTON AVENUE SOUTH EDEN PRAIRIE, MN 55344	NONE	PUBLIC CHARITY	GENERAL FUNDING	50,000
SUSAN G KOMEN FOUNDATION 5005 LBJ FREEWAY, SUITE 250 DALLAS, TX 75244	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,100
THE MONTESSORI SCHOOL OF LAKE FOREST 13700 W LAUREL DRIVE LAKE FOREST, IL 60045	NONE	EDUCATION ORGANIZATION	GENERAL FUNDING	500
TRINITY EPISCOPAL CHURCH 425 LAUREL AVENUE HIGHLAND PARK, IL 60035	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	30,000



FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
UNIVERSITY OF ILLINOIS FOUNDATION 1305 W GREEN STREET URBANA, IL 61801	NONE	PUBLIC CHARITY	GENERAL FUNDING	50,000
WATERKEEPER ALLIANCE 50 S BUCKHOUT, SUITE 302 IRVINGTON, NY 10533	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000
WOMENS AUXILIARY BOARD - LAKE FOREST HOSPITAL 660 N WESTMORELAND RD LAKE FOREST, IL 60045	NONE	PUBLIC CHARITY	GENERAL FUNDING	3,500
ZACHARIAS CENTER F/K/A LA CASA 4275 OLD GRAND AVENUE GURNEE, IL 60031	NONE	PUBLIC CHARITY	GENERAL FUNDING	109,252
BAY KIDS 1007 GENERAL KENNEDY AVE, BOX 10 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000
NUESTRA SENORA DE GUADALUPE 2415 N BUTRICK WAUKEGAN, IL 60085	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	1,000

## FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
NUGENT FAMILY EDUCATION FUND	NONE	PUBLIC CHARITY	GENERAL FUNDING	250
SPECIAL OLYMPICS OF ILLINOIS PO BOX 699 NORMAL, IL 61761	NONE	PUBLIC CHARITY	GENERAL FUNDING	50
OUR LADY OF THE PERPETUAL HELP PARISH 1775 GROVE STREET GLENVIEW, IL 60025	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	25,000
RESPONSE 9304 SKOKIE BLVD SKOKIE, IL 60077	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000
THE JIMMY BURNS FOUNDATION PO BOX 338 LIBERTYVILLE, IL 60048	NONE	PUBLIC CHARITY	GENERAL FUNDING	500
TORIUMI FAMILY FOUNDATION UIC - 2833 UNIVERSITY HALL 601 S MORGAN STREET CHICAGO, IL 60607	NONE	PUBLIC CHARITY	GENERAL FUNDING	50,000

## FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YOUTH & FAMILY COUNSELING 1113 S MILWAUKEE #104 LIBERTYVILLE, IL 60048	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000
CORNELL UNIVERSITY BOX 223623 PITTSBURGH, PA 15251	NONE	PUBLIC UNIVERSITY	GENERAL FUNDING	25,000
HOLY FAMILY PARISH 1080 W ROOSEVELT ROAD CHICAGO, IL 60608	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	1,000
LET'S GET READY 50 BROADWAY, SUITE 806 NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500
THE NATURE CONSERVANCY 4245 N FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000
TOTAL CONTRIBUTIONS PAID				1,710,058

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
124,715.		BOEING PROPERTY TYPE: SECURITIES 145,280.				D	VARIOUS -20,565.	12/28/2009
152,335.		DENDREON PROPERTY TYPE: SECURITIES 40,800.				D	VARIOUS 111,535.	11/25/2009
TOTAL GAIN (LOSS) .....							<u>90,970.</u>	