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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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 , and ending

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 MILLS FAMILY CHARITABLE FOUNDATION		A Employer identification number 30-6000363
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (847) 949-3000
	City or town, state, and ZIP code HIGHLAND PARK, IL 60035		C If exemption application is pending, check here <input type="checkbox"/>
			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) \$ 2,060,345.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3,569.	3,569.		STATEMENT 1
4 Dividends and interest from securities		48,844.	48,844.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<3,181.>			
b Gross sales price for all assets on line 6a		560,981.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		49,232.	52,413.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 3		10,328.	8,072.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		10,328.	8,072.		0.
25 Contributions, gifts, grants paid		964,269.			964,269.
26 Total expenses and disbursements Add lines 24 and 25		974,597.	8,072.		964,269.
27 Subtract line 26 from line 12		<925,365.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			44,341.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	597,626.	187,773.	187,773.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 4	2,350,468.	1,834,956.	1,872,572.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	2,948,094.	2,022,729.	2,060,345.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input 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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	2,948,094.	2,022,729.		
30 Total net assets or fund balances	2,948,094.	2,022,729.		
31 Total liabilities and net assets/fund balances	2,948,094.	2,022,729.		

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	2,948,094.
2 Enter amount from Part I, line 27a	2	<925,365.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,022,729.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,022,729.

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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 STATEMENT ATTACHED		P	VARIOUS	VARIOUS
b SEE STATEMENT ATTACHED		P	VARIOUS	VARIOUS
c \$100,000 RG PREMIER		P	04/29/08	05/08/09
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 15,298.		10,735.	4,563.
b 445,683.		453,415.	<7,732.>
c 100,000.		100,012.	<12.>
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,563.
b			<7,732.>
c			<12.>
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	<3,181.>
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) If (loss), enter -0- in Part I, line 8		3	N/A

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))
2008	1,065,328.	3,468,206.	.307170
2007	776,827.	4,462,644.	.174073
2006	1,053,162.	5,085,794.	.207079
2005	651,537.	5,763,773.	.113040
2004	440,600.	6,040,086.	.072946

2 Total of line 1, column (d)	2	.874308
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	.174862
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,200,823.
5 Multiply line 4 by line 3	5	384,840.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	443.
7 Add lines 5 and 6	7	385,283.
8 Enter qualifying distributions from Part XII, line 4	8	964,269.

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)		1	443.
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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	443.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	443.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	6,491.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	6,491.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,048.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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)? 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

N/A

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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 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ JONATHAN M. MILLS Telephone no ▶ (847) 949-3000 Located at ▶ 1600 EASTWOOD AVENUE, HIGHLAND PARK, IL ZIP+4 ▶ 60035			
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 N/A			

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 N/A	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 instructions) N/A	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.) N/A	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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
JONATHAN M. MILLS 1600 EASTWOOD AVENUE HIGHLAND PARK, IL 60035	TRUSTEE 3.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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	1,906,790.
b	Average of monthly cash balances	1b	327,548.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,234,338.
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	2,234,338.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,515.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,200,823.
6	Minimum investment return. Enter 5% of line 5	6	110,041.

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	110,041.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	443.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	443.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	109,598.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	109,598.
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	109,598.

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	964,269.
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	964,269.
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	5	443.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	963,826.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				109,598.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	149,814.			
b From 2005	368,194.			
c From 2006	802,378.			
d From 2007	556,331.			
e From 2008	894,614.			
f Total of lines 3a through e	2,771,331.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	964,269.			
a Applied to 2008, 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 2009 distributable amount				109,598.
e Remaining amount distributed out of corpus	854,671.			
5 Excess distributions carryover applied to 2009 (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:	3,626,002.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	149,814.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,476,188.			
10 Analysis of line 9				
a Excess from 2005	368,194.			
b Excess from 2006	802,378.			
c Excess from 2007	556,331.			
d Excess from 2008	894,614.			
e Excess from 2009	854,671.			

N/A

- h** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(i)(5)

- b 85% of line 2a**

- 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 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).)

JONATHAN M. 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 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:

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCEAMOUNT

FIFTH THIRD BANK

79.

MESIROW FINANCIAL INC (#5615-8694)

3,490.

TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A

3,569.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MESIROW FINANCIAL INC (#5615-8694)	8.	0.	8.
MESIROW FINANCIAL INC (#5922-8394)	48,836.	0.	48,836.
TOTAL TO FM 990-PF, PART I, LN 4	48,844.	0.	48,844.

FORM 990-PF

OTHER EXPENSES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	7,772.	7,772.		0.
BANK FEES	300.	300.		0.
MISCELLANEOUS EXPENSES	2,256.	0.		0.
TO FORM 990-PF, PG 1, LN 23	10,328.	8,072.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES - MESIROW FINANCIAL	1,834,956.	1,872,572.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,834,956.	1,872,572.



353 North Clark Street, Chicago, Illinois 60654

STATEMENT OF REALIZED GAINS AND LOSSES

January 01, 2009 - December 31, 2009

PAYER NAME: MESIROW FINANCIAL INC
PAYER FEDERAL ID NUMBER: 36-3194849

TAXPAYER ID NUMBER: 30-6000363
ACCOUNT NUMBER: 5922-8394

Cost basis information appearing in this report may be the representations provided by the client, from the original history of the security and may have been adjusted due to the assignment of option premium to the underlying security. Assigned/exercised option premium may also have adjusted the gross proceeds. We have elected to show the assigned/exercised option premium separately as additional information to aid reconciliation. We do not attest to the accuracy of the information as provided by the client. This report is prepared as of trade date rather than settlement date. Securities have not been adjusted for accretions, amortization, original issue discount, return of capital, liquidating dividends, wash sales, constructive sales, straddles, inheritance, or other similar events. If information was available at the time of a merger, the security may or may not have been adjusted to reflect that event. Securities that have been transferred into this account may have the open date as of the date of transfer, the date of inheritance, or the date of the gift, and could be incorrectly showing under short-term. It is suggested that clients seek a professional for the preparation of their tax filings, and original confirmation statements and subsequent tax documents are used to verify and/or adjust the security basis and classify the transaction accordingly under short-term or long-term. No warranties are made with respect to the provided cost information. Any liability is specifically disclaimed that may arise out of your use or reliance upon the provided cost information.

Information included on this form has not been reported to the Internal Revenue Service.

SHORT TERM

QUANTITY	DESCRIPTION	CUSIP	ACQUISITION DATE	DATE SOLD/REDEEMED	GROSS PROCEEDS	COST/ADJUSTED COST AMOUNT	GAIN/(LOSS)
90.08600	ILLINOIS TOOL WORKS INC	452308109	01/13/2009	11/18/2009	\$4,539.81	\$3,205.80	\$1,334.01
102.23900	ILLINOIS TOOL WORKS INC	452308109	04/14/2009	11/18/2009	\$5,153.39	\$3,233.72	\$1,919.67
86.31900	ILLINOIS TOOL WORKS INC	452308109	07/14/2009	11/18/2009	\$4,451.75	\$3,265.42	\$1,186.33
22.87400	ILLINOIS TOOL WORKS INC	452308109	10/14/2009	11/18/2009	\$1,153.03	\$1,026.79	\$123.24
SHORT TERM TOTAL					\$15,297.98	10,734.73	\$4,563.25

LONG TERM

QUANTITY	DESCRIPTION	CUSIP	ACQUISITION DATE	DATE SOLD/REDEEMED	GROSS PROCEEDS	COST/ADJUSTED COST AMOUNT	GAIN/(LOSS)
3.500 00000	ILLINOIS TOOL WORKS INC	452308109	01/11/2005	07/28/2009	\$140,173.39	\$159,078.94	\$(18,905.55)
500.00000	ILLINOIS TOOL WORKS INC	452308109	01/11/2005	08/18/2009	\$20,027.90	\$22,725.56	\$(2,697.66)
1,000.00000	ILLINOIS TOOL WORKS INC	452308109	08/06/2005	08/18/2009	\$40,055.81	\$42,500.50	\$(2,444.69)
2,300.00000	ILLINOIS TOOL WORKS INC	452308109	08/06/2005	08/18/2009	\$92,128.37	\$97,750.00	\$(5,621.63)
2,700.00000	ILLINOIS TOOL WORKS INC	452308109	06/06/2005	11/18/2009	\$136,094.62	\$114,750.00	\$21,344.62
36.40800	ILLINOIS TOOL WORKS INC	452308109	07/16/2007	11/18/2009	\$1,835.16	\$2,100.00	\$(264.84)
47.13500	ILLINOIS TOOL WORKS INC	452308109	10/15/2007	11/18/2009	\$2,375.85	\$2,810.19	\$(434.34)
58.54000	ILLINOIS TOOL WORKS INC	452308109	01/14/2008	11/18/2009	\$2,950.73	\$2,823.39	\$127.34

CONTINUED ON NEXT PAGE



353 North Clark Street, Chicago, Illinois 60654

STATEMENT OF REALIZED GAINS AND LOSSES

January 01, 2009 - December 31, 2009

PAYER NAME: MESIROW FINANCIAL INC
PAYER FEDERAL ID NUMBER: 36-3194849

TAXPAYER ID NUMBER: 30-6000363
ACCOUNT NUMBER: 5922-8394

LONG TERM (continued)

QUANTITY	DESCRIPTION	CUSIP	ACQUISITION DATE	DATE SOLD/REDEEMED	GROSS PROCEEDS	COST/ADJUSTED COST AMOUNT	GAIN/(LOSS)
56.97800	ILLINOIS TOOL WORKS INC	452308109	04/14/2008	11/18/2009	\$2,871.99	\$2,839.78	\$32.21
82.10800	ILLINOIS TOOL WORKS INC	452308109	07/14/2008	11/18/2009	\$3,130.57	\$2,855.74	\$274.83
80.12500	ILLINOIS TOOL WORKS INC	452308109	10/14/2008	11/18/2009	\$4,036.73	\$3,180.96	\$857.77
				LONG TERM TOTAL	\$445,683.12	453,415.06	\$(7,731.94)

MANAGEMENT FEES

DATE	DESCRIPTION	AMOUNT
01/22/2009	MGMT FEE 1Q	\$2,052.80
04/22/2009	MGMT FEE 2Q	\$1,823.29
07/22/2009	MGMT FEE 3Q	\$2,014.41
10/21/2009	MGMT FEE 4Q	\$1,881.82

Milfs Family Charitable Foundation
2009 Donations

Date	Check #	Charity	2009 Amount
3/17/2009	1477	AARP Foundation	\$ 100 00
9/29/2009	1555	Allendale Shelter Club	\$ 1,000 00
11/17/2009	1579	AMIT	\$ 5,000 00
6/6/2009	1502	Anti-Defamation League	\$ 12,000 00
2/20/2009	1472	Art Institute	\$ 250 00
2/17/2009	1469	Asian Youth Services	\$ 2,500 00
12/18/2009	1585	Atzum	\$ 3,000 00
8/27/2009	1537	Audobon	\$ 25 00
1/3/2009	1460	B'Nai Brith Heritage Society	\$ 250 00
7/14/2009	1514	Briarwood Scholarship Foundation	\$ 650 00
3/17/2009	1478	Canine Therapy	\$ 2,000 00
9/21/2009	1548	Canine Therapy	\$ 2,000 00
2/8/2009	1468	Center for Enriched Living	\$ 1,000 00
12/18/2009	1586	Center for Independent Living	\$ 3,000 00
8/15/2009	1528	Chicago Botanic Gardens	\$ 25,000 00
8/3/2009	1526	Chicago Foundation for Women	\$ 1,000 00
9/17/2009	1546	Chicago Foundations for Women	\$ 500 00
9/22/2009	1549	Children's Memorial Foundation	\$ 1,000 00
1/14/2009	1467	Citizens for Election Reform	\$ 500 00
7/14/2009	1512	Citizenship Counts	\$ 15,000 00
11/19/2009	1575	Coalition to Salute America's Heroes	\$ 100 00
3/17/2009	1480	College Bound Opportunity	\$ 3,000 00
3/18/2009	1482	Cornerstone Baptist Church	\$ 250 00
5/17/2009	1497	Corporate Voices for Working Families	\$ 200 00
8/3/2009	1520	Cystic Fibrosis Foundation	\$ 100 00
11/22/2009	1582	Easter Seals	\$ 25 00
4/15/2009	1487	Feed the Children	\$ 25 00
8/3/2009	1522	Feinberg School of Medicine	\$ 25,000 00
9/10/2009	1544	Field Museum	\$ 1,838 00
9/4/2009	1539	Fistula Foundation	\$ 500 00
1/3/2009	1459	Freedom Writers Foundation	\$ 200 00
9/29/2009	1554	Friends of Highland Park	\$ 100 00
8/15/2009	1529	Friends of the IDF	\$ 40,000 00
9/23/2009	1550	Friends of the Israeli Defense Force	\$ 8,000 00
3/22/2009	1483	Gerda and Kurt Klein Foundation	\$ 5,000 00
10/31/2009	1571	Greater Food Depository	\$ 500 00
3/17/2009	1481	Highland Park Community Fdtn	\$ 5,000 00
6/5/2009	1501	Highland Park Community Fdtn	\$ 5,000 00
11/22/2009	1583	Hillels of Illinois	\$ 100 00
2/20/2009	1470	Holocaust Education Foundation	\$ 2,250 00
7/2/2009	1509	Holocaust Education Foundation	\$ 80,000 00
9/4/2009	1542	Holy Angels Children Society	\$ 500 00
8/27/2009	1535	Holy Family Cristo Rey Catholic HS	\$ 250 00
8/15/2009	1530	Home of the Sparrow	\$ 5,000 00
7/27/2009	1517	Hubbard Street	\$ 5,000 00
6/9/2009	1503	Hundred Club of Lake County	\$ 150 00
10/27/2009	1570	Illinois Holocaust Museum	\$ 25,000 00
9/29/2009	1552	Integrative Touch	\$ 3,000 00
10/6/2009	1559	Invest in Kids	\$ 5,000 00
11/13/2009	1572	Israel Sports Center for the Disabled	\$ 2,500 00
12/11/2009	1584	Israel Sports Center for the Disabled	\$ 2,000 00
10/12/2009	1563	Israel Emergency Alliance - Elnet	\$ 5,000 00
11/20/2009	1581	Jane Addams Senior Caucus	\$ 4,000 00
8/15/2009	1527	Jewish Council for Youth Services	\$ 2,500 00
1/7/2009	1462	Jewish Council on Urban Affairs	\$ 20,000 00
5/1/2009	1490	Jewish United Fund	\$ 500 00
12/17/2009	1587	John Howard Association	\$ 20,000 00

5/28/2009	1500	Kanye West Foundation	\$ 2,500 00
10/6/2009	1558	Kellog Jewish Leaders	\$ 5,000 00
8/3/2009	1521	Kellogg Graduate School	\$ 50,000 00
1/7/2009	1461	Keshet	\$ 30,000 00
9/29/2009	1556	Keshet	\$ 30,000 00
5/12/2009	1492	Klezmer Music Foundation	\$ 5,000 00
5/10/2009	1495	L'Chaim Center	\$ 100 00
9/20/2009	1547	Leukemia Research Fdn	\$ 100 00
2/20/2009	1471	Life in a Jar Foundation	\$ 2,500 00
10/24/2009	1567	Lighthouse for the Blind	\$ 2,000 00
7/1/2009	1505	Lois and Jon Mills	\$ 15 00
10/20/2009	1565	Lynn Sage Foundation	\$ 5,000 00
7/2/2009	1507	Lyric Opera of Chicago	\$ 50,000 00
9/4/2009	1540	Marine Biological Lab	\$ 1,000 00
1/3/2009	1458	Meir Panim	\$ 250 00
7/14/2009	1511	Meir Panim	\$ 500 00
5/11/2009	1493	Memory Care Solutions	\$ 3,000 00
7/14/2009	1541	Michael R Lutz Memorial Foundation	\$ 100 00
8/3/2009	1525	Michael Rolfe Pancreatic Cancer Foundation	\$ 500 00
4/1/2009	1484	Midtown Educational Foundation	\$ 5,000 00
7/27/2009	1519	Midwest center on Law and the Deaf	\$ 500 00
11/17/2009	1580	Mt Sinai School of Medicine	\$ 20,000 00
8/27/2009	1533	Museum of Modern Art	\$ 75 00
11/9/2009	1574	National Park Foundation	\$ 100 00
12/17/2008	1454	National Student Partnerships	\$ 2,000 00
11/12/2009	1578	New Israel Fund	\$ 20,000 00
7/14/2009	1515	North shore Auxiliary of Jewish Child and Family	\$ 75 00
8/3/2009	1523	Northwestern Brain Tumor Institute	\$ 10,000 00
5/19/2009	1499	Northwestern University Settlement House	\$ 5,000 00
7/27/2009	1518	PADS	\$ 10,000 00
1/9/2009	1466	Paideia	\$ 20,000 00
7/2/2009	1506	Parkinson's Disease Research	\$ 2,500 00
8/27/2009	1534	Parkinson's Disease Research	\$ 100 00
1/7/2009	1463	Ravinia Annual Fund	\$ 2,845 00
10/12/2009	1564	Ravinia Festival	\$ 2,898 00
5/19/2009	1498	SAVE - Corporate Voices for Working Families	\$ 300 00
4/12/2009	1488	Scholarship & Guidance	\$ 10,000 00
9/17/2009	1545	Shalva	\$ 500 00
7/2/2009	1510	Solomon Schechter Day School	\$ 7,112 60
3/17/2009	1479	Special Olympics	\$ 100 00
4/2/2009	1485	UCAN	\$ 1,000 00
7/16/2009	1516	United Way International	\$ 20,000 00
10/25/2009	1568	United Way International	\$ 1,000 00
1/2/2009	1457	United Way of Lake County	\$ 33,000 00
10/11/2009	1561	United Way of Lake County	\$ 5,000 00
4/30/2009	1489	University of Chicago	\$ 37,500 00
8/27/2009	1536	US Holocaust Memorial Museum	\$ 10,000 00
8/20/2009	1532	Vietnam Veterans	\$ 50 00
1/6/2009	1456	Vietnam Veterans Foundation	\$ 50 00
4/3/2009	1486	Wallace Medical	\$ 3,000 00
11/13/2009	1576	Water Keepers Alliance	\$ 25,000 00
5/16/2009	1494	Women's Auxiliary of JCC	\$ 600 00
3/17/2009	1476	World Wildlife Fund	\$ 15 00
10/11/2009	1562	World Wildlife fund	\$ 20 00
5/4/2009	1491	Writers Theater	\$ 5,000 00
2/20/2009	1474	WTTW	\$ 100 00
3/17/2009	1475	WTTW 11	\$ 100 00
10/11/2009	1560	WTTW 11	\$ 150 00
9/29/2009	1553	Yellowstone Park Foundation	\$ 100 00
6/17/2009	1504	YWCA Evanston North Shore	\$ 500 00
1/9/2009	1465	Zacharias Center	\$ 109,050 00
9/26/2009	1551	Zacharias Center	\$ 3,000 00
10/5/2009	1557	Zacharias Center	\$ 50,000 00
			\$ 964,268.60

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization MILLS FAMILY CHARITABLE FOUNDATION	Employer identification number 30-6000363
	Number, street, and room or suite no. If a P.O. box, see instructions. 1600 EASTWOOD AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HIGHLAND PARK, IL 60035	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

JONATHAN M. MILLS

- The books are in the care of ▶
- 1600 EASTWOOD AVENUE - HIGHLAND PARK, IL 60035**

Telephone No. ▶ **(847) 949-3000**

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 16, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	6,491.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	6,491.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)