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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 GRAND VICTORIA FOUNDATION		A Employer identification number 36-4107162
	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)
	230 WEST MONROE STREET	2530	(312) 609-0200
	City or town, state, and ZIP code CHICAGO, IL 60606		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **100,109,961.**

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

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)	10,680,199.			
	2 Check ☐ if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	597.	597.		ATCH 1
	4 Dividends and interest from securities	2,759,257.	2,759,257.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,821,714.			
	b Gross sales price for all assets on line 6a	32,737,732.			
	7 Capital gain net income (from Part IV, line 2)		3,821,714.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	17,261,767.	6,581,568.		
	13 Compensation of officers, directors, trustees, etc.	181,070.			181,070.
	14 Other employee salaries and wages	647,894.			647,894.
	15 Pension plans, employee benefits	154,014.			148,917.
	16a Legal fees (attach schedule) ATCH 3	49,446.	0.	0.	50,777.
	b Accounting fees (attach schedule) [4]	19,620.	9,810.	0.	9,810.
	c Other professional fees (attach schedule) [5]	578,890.	61,035.	0.	578,929.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	114,126.	0.	0.	114,126.
	19 Depreciation (attach schedule) and depletion	39,622.			
	20 Occupancy	160,862.			160,862.
	21 Travel, conferences, and meetings	73,659.			74,656.
	22 Printing and publications				
	23 Other expenses (attach schedule) [7]	185,655.	0.	0.	190,739.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,204,858.	70,845.	0.	2,157,780.
	25 Contributions, gifts, grants paid	9,667,703.			13,821,646.
	26 Total expenses and disbursements. Add lines 24 and 25	11,872,561.	70,845.	0.	15,979,426.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	5,389,206.			
	b Net investment income (if negative, enter -0-)		6,510,723.		
	c Adjusted net income (if negative, enter -0-)			-0-	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		338,013.	324,656.	324,656.
	2	Savings and temporary cash investments		55,757.	50,766.	50,766.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ 10,680,199.				
		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)				
	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) ATTCH 8	71,916,511.	88,770,190.	88,770,190.	
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	687,530.			
		Other assets (describe ▶)	403,380.			
15						
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	85,789,148.	100,109,961.	100,109,961.	
17		Accounts payable and accrued expenses	160,065.	101,711.		
18		Grants payable	11,104,560.	6,950,618.		
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)	11,264,625.	7,052,329.			
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ☒ X and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	74,524,523.	93,057,632.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)	74,524,523.	93,057,632.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	85,789,148.	100,109,961.		

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	74,524,523.
2	Enter amount from Part I, line 27a	2	5,389,206.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 9	3	13,143,903.
4	Add lines 1, 2, and 3	4	93,057,632.
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	93,057,632.

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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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	3,821,714.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
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	29,599,776.	103,885,396.	0.284927
2007	23,707,472.	123,428,569.	0.192074
2006	9,445,560.	112,169,112.	0.084208
2005	8,018,839.	98,782,230.	0.081177
2004	5,024,989.	89,256,800.	0.056298
2 Total of line 1, column (d)			2 0.698684
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.139737
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 82,070,567.
5 Multiply line 4 by line 3			5 11,468,295.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 65,107.
7 Add lines 5 and 6			7 11,533,402.
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 15,979,426.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	65,107.
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 ☒ 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	65,107.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	65,107.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	71,431.	
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	71,431.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ 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	6,324.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ 6,324. Refunded ☐ ☒	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		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
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?		X
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	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ IL, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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 WWW.GRANDVICTORIAFDN.ORG				
14	The books are in care of MARY KAY FRANCEL Telephone no 312-609-0200			
Located at 230 W. MONROE STREET, #2530, CHICAGO, IL ZIP + 4 60606				
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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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 ☐	1b	X
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? ☐ Yes ☒ 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? ☐ Yes ☒ 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	X
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)

5 a 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)? ☐ 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)

6 a 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? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7 a 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? ☐ 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 10		181,070.	23,540.	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
ATTACHMENT 11		429,000.	79,507.	0.

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

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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
ATTACHMENT 12		424,335.

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 NONE

2

All other program-related investments See page 24 of the instructions

3 NONE

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.)

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	81,338,504.
b	Average of monthly cash balances	1b	1,981,869.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	83,320,373.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	83,320,373.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,249,806.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	82,070,567.
6	Minimum investment return. Enter 5% of line 5	6	4,103,528.

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)

1	Minimum investment return from Part X, line 6	1	4,103,528.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	65,107.
b	Income tax for 2009. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	65,107.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,038,421.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,038,421.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,038,421.

Part XII Qualifying Distributions(see page 25 of the 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	15,979,426.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	15,979,426.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	65,107.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	15,914,319.

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				4,038,421.
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				0.
b From 2005				3,380,004.
c From 2006				9,494,842.
d From 2007				23,782,250.
e From 2008				29,643,345.
f Total of lines 3a through e	66,300,441.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 15,979,426.				
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)	15,979,426.			
d Applied to 2009 distributable amount				
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a))	4,038,421.			4,038,421.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	78,241,446.			
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	78,241,446.			
10 Analysis of line 9				
a Excess from 2005	0.			
b Excess from 2006	8,836,425.			
c Excess from 2007	23,782,250.			
d Excess from 2008	29,643,345.			
e Excess from 2009	15,979,426.			

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)(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 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))

NONE

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:

ATTACHMENT 13

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

ATTACHMENT 13A

c Any submission deadlines:

ATTACHMENT 14

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

ATTACHMENT 15

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

Recipient Name and address (home or business)	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
a Paid during the year ATTACHMENT 16A				13,821,646.
Total			3a	13,821,646.
b Approved for future payment ATTACHMENT 16B				6,950,618.
Total			3b	6,950,618.

Form 990-PF (2009)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2009

Name of the organization

GRAND VICTORIA FOUNDATION

Employer identification number

36-4107162

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 foundationCheck 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 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).For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

JSA

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PAGE 16

Name of organization GRAND VICTORIA FOUNDATION

Employer identification number
36-4107162**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ELGIN RIVERBOAT RESORT 250 SOUTH GROVE AVENUE ELGIN, IL 60120	\$ 10,680,199.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	597.	597.
TOTAL	<u>597.</u>	<u>597.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	2,759,257.	2,759,257.
TOTAL	<u>2,759,257.</u>	<u>2,759,257.</u>

ATTACHMENT 3FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	49,446.	0.	0.	50,777.
TOTALS	<u>49,446.</u>	<u>0.</u>	<u>0.</u>	<u>50,777.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	19,620.	9,810.	0.	9,810.
TOTALS	<u>19,620.</u>	<u>9,810.</u>	<u>0.</u>	<u>9,810.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT FEES	61,035.	61,035.	0.	0.
PROFESSIONAL FEES	517,855.	0.	0.	578,929.
TOTALS	<u>578,890.</u>	<u>61,035.</u>	<u>0.</u>	<u>578,929.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	59,126.	0.	0.	59,126.
EXCISE TAXES	55,000.	0.	0.	55,000.
TOTALS	<u>114,126.</u>	<u>0.</u>	<u>0.</u>	<u>114,126.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
UTILITIES	8,924.	0.	0.	8,924.
POSTAGE	3,633.	0.	0.	4,068.
INSURANCE	18,468.	0.	0.	18,468.
BOARD MEETING	463.	0.	0.	565.
COMMUNITY OUTREACH PROGRAMS	52,303.	0.	0.	55,149.
STAFF DEVELOPMENT	1,700.	0.	0.	1,779.
OFFICE EXPENSE	65,387.	0.	0.	66,828.
MISCELLANEOUS	65.	0.	0.	65.
OFFICE SUPPLIES	4,747.	0.	0.	4,928.
PROFESSIONAL MEMBERSHIPS	29,965.	0.	0.	29,965.
TOTALS	<u>185,655.</u>	<u>0.</u>	<u>0.</u>	<u>190,739.</u>

GRAND VICTORIA FOUNDATION

36-4107162

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD STOCK MRKT INDEX FUND	38,234,924.	38,234,924.
PIMCO TOTAL RETURN FUND	11,040,050.	11,040,050.
EUROPACIFIC GROWTH FUND	5,672,358.	5,672,358.
VANGUARD INTL STOCK INDEX FUND	4,225,313.	4,225,313.
FIDELITY FUND #57-GOVT PORT	1,625,244.	1,625,244.
VANGUARD TOTAL BOND MRK INDEX	7,509,288.	7,509,288.
STATE STREET US GOVT BOND	20,463,013.	20,463,013.
TOTALS	<u>88,770,190.</u>	<u>88,770,190.</u>

ATTACHMENT 9

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS	13,143,903.
TOTAL	<u>13,143,903.</u>

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)	
12100000.		VANGUARD STOCK MARKET FUND-SEE ATTACHED 10985160.				P	VARIOUS 1,114,840.	VARIOUS
200,000.		VANGUARD INT'L STK IDX FD-SEE ATTACHED 270,125.				P	12/01/2005 -70,125.	04/16/2009
750,000.		PIMCO TTL RETURN FUND-SEE ATTACHED 785,329.				P	05/25/2005 -35,329.	01/23/2009
14413259.		FRONTEGRA TTL RETURN BOND-SEE ATTACHED 13489581.				P	VARIOUS 923,678.	VARIOUS
5,000,000.		AMERICAN FUNDS-EURO PAC-SEE ATTACHED 3,111,473.				P	VARIOUS 1,888,527.	VARIOUS
205,010.		STATE ST GLOBAL ADVISORS-SEE ATTACHED 205,216.				P	VARIOUS -206.	VARIOUS
2,632.		US TREASURY-SEE ATTACHED 2,630.					10/28/2009 2.	10/30/2009
66,831.		US AGENCY - SEE ATTACHED 66,504.					10/28/2009 327.	VAR
TOTAL GAIN (LOSS)							<u>3,821,714.</u>	

GRAND VICTORIA FOUNDATION

Capital Gains/Losses

Year End December 31, 2009

36-4107162

Date Acquired	Date Sold	# Shares Sold	Share Selling Price	Sales Total	Cost Price	Cost Total	Multi Transaction Subtotal	Gain/Loss on Sale
<u>VANGUARD TOTAL STOCK MARKET FUND</u>								
04/29/2002	01/26/2009	29,629.630	20.25	600,000.03	24.36	721,777.79		(121,777.76)
04/29/2002	09/29/2009	286,259.542	26.20	7,500,000.00	24.36	6,973,282.44		526,717.56
04/29/2002	12/07/2009	59,597.519	27.17	1,619,264.59	24.36	1,451,795.56	167,469.03	
06/21/2002	12/07/2009	4,468.641	27.17	121,412.98	22.58	100,901.91	20,511.06	
09/27/2002	12/07/2009	6,140.760	27.17	166,844.45	18.94	116,305.99	50,538.45	
12/20/2002	12/07/2009	7,292.816	27.17	198,145.81	20.38	148,627.59	49,518.22	
03/31/2003	12/07/2009	5,879.009	27.17	159,732.67	19.70	115,816.48	43,916.20	
05/20/2003	12/07/2009	63,842.455	27.17	1,734,599.50	21.25	1,356,652.17	377,947.33	709,900.30
<u>Total Gain/Loss</u>						10,985,159.94	10/27/2009 Sale Total	1,114,840.09
<u>VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND</u>								
12/01/2005	04/16/2009	19,212.296	10.41	200,000.00	14.06	270,124.88		(70,124.88)
<u>Total Gain/Loss</u>						270,124.88		(70,124.88)
<u>PIMCO TOTAL RETURN FUND</u>								
05/25/2005	01/23/2009	73,601.570	10.19	750,000.00	10.67	785,328.75		(35,328.75)
<u>Total Gain/Loss</u>						785,328.75		(35,328.75)

FRONTEGRA TOTAL RETURN BOND FUND

05/06/2004	01/26/2009	25,752.773	25.24	650,000.00	30.55	786,747.22	(136,747.22)
05/06/2004	10/27/2009	47,052.846	32.95	1,550,391.28	30.55	1,437,464.45	112,926.83
06/30/2004	10/27/2009	3,540.845	32.95	116,670.84	30.39	107,606.28	9,064.56
09/30/2004	10/27/2009	3,628.305	32.95	119,552.65	31.29	113,529.66	6,022.99
12/31/2004	10/27/2009	6,665.299	32.95	219,621.60	31.14	207,557.41	12,064.19
03/31/2005	10/27/2009	1,039.885	32.95	34,264.21	30.72	31,945.27	2,318.94
05/05/2005	10/27/2009	44,742.729	32.95	1,474,272.92	31.29	1,399,999.99	74,272.93
06/30/2005	10/27/2009	5,089.577	32.95	167,701.56	31.45	160,067.20	7,634.37
09/30/2005	10/27/2009	5,828.457	32.95	192,047.66	31.21	181,906.14	10,141.52
12/19/2005	10/27/2009	2,306.506	32.95	75,999.37	30.62	70,625.21	5,374.16
12/31/2005	10/27/2009	7,144.408	32.95	235,408.24	30.62	218,761.77	16,646.47
03/31/2006	10/27/2009	9,549.683	32.95	314,662.05	30.01	286,585.99	28,076.07
05/10/2006	10/27/2009	86,869.362	32.95	2,862,345.48	29.93	2,600,000.00	262,345.47
06/30/2006	10/27/2009	7,502.932	32.95	247,221.61	29.59	222,011.76	25,209.85
09/30/2006	10/27/2009	7,028.822	32.95	231,599.68	30.55	214,730.51	16,869.17
12/31/2006	10/27/2009	3,880.568	32.95	127,864.72	30.84	119,676.72	8,188.00
03/29/2007	10/27/2009	10,883.254	32.95	358,603.22	31.03	337,707.37	20,895.85
06/29/2007	10/27/2009	7,467.544	32.95	246,055.57	30.42	227,162.69	18,892.89
09/27/2007	10/27/2009	6,199.865	32.95	204,285.55	31.27	193,869.78	10,415.77
12/20/2007	10/27/2009	5,059.623	32.95	166,714.58	31.43	159,023.95	7,690.63
12/20/2007	10/27/2009	7,156.144	32.95	235,794.94	31.43	224,917.61	10,877.34
03/28/2008	10/27/2009	6,587.383	32.95	217,054.27	31.35	206,514.46	10,539.81
05/22/2008	10/27/2009	70,688.030	32.95	2,329,170.59	31.83	2,249,999.99	79,170.59
06/27/2008	10/27/2009	7,142.701	32.95	235,352.00	30.72	219,423.77	15,928.22
09/30/2008	10/27/2009	8,363.740	32.95	275,585.23	28.74	240,373.89	35,211.35
12/18/2008	10/27/2009	479.980	32.95	15,815.34	25.42	12,201.09	3,614.25
12/18/2008	10/27/2009	9,848.035	32.95	324,492.75	25.42	250,337.05	74,155.70
12/18/2008	10/27/2009	10,247.747	32.95	337,663.26	25.42	260,497.73	77,165.53
03/30/2009	10/27/2009	8,918.694	32.95	293,870.97	24.68	220,113.37	73,757.60
06/29/2009	10/27/2009	9,271.042	32.95	305,480.83	30.38	281,654.26	23,826.58
09/29/2009	10/27/2009	7,517.327	32.95	247,695.92	32.80	246,568.33	1,127.60
Total Gain/Loss				14,413,258.92		13,489,580.91	923,678.01
<i>10/27/2009 Sale Total</i>							1,060,425.23

AMERICAN FUNDS - EURO PACIFIC

4/29/2002	12/07/2009	39,176.221	39.39	1,543,151.35	27.17	1,064,417.92	478,733.42
12/19/2002	12/07/2009	4,096.450	39.39	161,359.17	22.83	93,521.95	67,837.21
05/20/2002	12/07/2009	83,663.100	39.39	3,295,489.51	23.35	1,953,533.39	1,341,956.12
Total Gain/Loss						3,111,473.26	1,888,526.75

STATE STREET GLOBAL ADVISORS**Credit 1-3 Year Index CTF**

10/28/2009	10/30/2009	237.372	10.050	2,385.59	10.047	2,384.88	0.71
10/28/2009	11/02/2009	1,742.810	10.055	17,523.95	10.047	17,510.01	13.94
10/28/2009	11/30/2009	3,055.004	10.131	30,950.25	10.047	30,693.63	256.62
10/28/2009	12/31/2009	15,390.406	10.016	154,150.31	10.047	154,627.41	(477.10)
Total Gain/Loss (Credit 1-3 Yr Index)						205,215.92	(205.83)

U.S. Treasury 1-3 Year Index CTF

10/28/2009	10/30/2009	256.006	10.281	2,632.00	10.274	2,630.21	1.79
Total Gain/Loss (US Treasury 1-3 Yr Index)						2,630.21	1.79

U.S. Agency 1-3 Year Index CTF

10/28/2009	11/02/2009	451.891	10.108	4,567.71	10.109	4,568.17	(0.46)
10/28/2009	11/30/2009	3,244.891	10.163	32,977.83	10.109	32,802.60	175.22
10/28/2009	12/01/2009	2,881.855	10.162	29,285.41	10.109	29,132.67	152.74
Total Gain/Loss (Credit 1-3 Yr Index)						66,503.44	327.50

Grand Total Gains/Losses

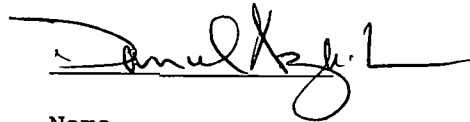
						28,916,017.32	3,821,714.68
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**Section 4942(h)(2) Election as to the
Treatment of Qualifying Distributions**

Grand Victoria Foundation
FEIN: 36-4107162
230 West Monroe Street, Suite 2530
Chicago, IL 60606
Form 990-PF, Tax Year Ending 12/31/2009

Pursuant to Code Sec. 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), Grand Victoria Foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of corpus.

Grand Victoria Foundation



Name

Board of Directors - V.P.

Title

GRAND VICTORIA FOUNDATION

36-4107162

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NICHOLAS J. PRITZKER 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	PRESIDENT 5.00	0.	0.	0.
RICHARD SCHULZE 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	EXEC V. PRESIDENT 5.00	0.	0.	0.
ANTONIO GRACIAS 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	TREASURER 5.00	0.	0.	0.
TAFFY HOFFER 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	DIRECTOR 5.00	0.	0.	0.
MERLINDA GALLEGOS 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	SECRETARY 5.00	0.	0.	0.

GRAND VICTORIA FOUNDATION

36-4107162

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

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DANIEL AZARK 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	VICE PRESIDENT 5.00	0.	0.	0.
GARY JACOBS 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	DIRECTOR 5.00	0.	0.	0.
JIM MURREN 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	DIRECTOR 5.00	0.	0.	0.
MARY RYAN 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	DIRECTOR 5.00	0.	0.	0.
NANCY FISHMAN 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	EXECUTIVE DIRECTOR 40.00	181,070.	23,540.	0.

GRAND VICTORIA FOUNDATION

36-4107162

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

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PHYLLIS JAMES 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	SECRETARY 5.00	0.	0.	0.
COREY SANDERS 230 WEST MONROE STREET SUITE 2530 CHICAGO, IL 60606	DIRECTOR 5.00	0.	0.	0.
GRAND TOTALS		181,070.	23,540.	0.

GRAND VICTORIA FOUNDATION

36-4107162

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS		TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION		COMPENSATION	CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES	
ELIZABETH CISAR 230 W. MONROE ST SUITE 2530 CHICAGO, IL 60606		DIR LAND PROT PROGR 33.00		105,000.	17,371.	0.
MARY CATHERINE FRANCEL 230 W. MONROE ST. SUITE 2530 CHICAGO, IL 60606		DIR. OF OPERATIONS 40.00		85,000.	15,854.	0.
LATARYA Y. RANDALL 230 W. MONROE ST. SUITE 2530 CHICAGO, IL 60606		DIR OF ELGIN PROGRAM 40.00		84,000.	15,774.	0.
SHERRI L. MOSES 230 W. MONROE ST SUITE 2530 CHICAGO, IL 60606		PROGRAM OFFICER 40.00		82,000.	15,614.	0.
EDITH W. NJUGUNA 230 W. MONROE ST SUITE 2530 CHICAGO, IL 60606		PROGRAM OFFICER 40.00		73,000.	14,894.	0.
		TOTAL COMPENSATION		429,000.	79,507.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
ENNIS KNUPP & ASSOCIATES 10 SOUTH RIVERSIDE PLAZA, STE 1600 CHICAGO, IL 60606-3709	INVESTMENT ADVISOR	61,035.
SHALES MCNUTT, LLC 425 RENNER DRIVE ELGIN, IL 60123	CONSTRUCTION	122,408.
SAL CONSULTING, INC 508 RAVINE AVENUE LAKE BLUFF, IL 60044	CONSULTING	102,090.
VALERIE DENNY COMMUNICATIONS 407 SOUTH DEARBORN STREET CHICAGO, IL 60605	COMM CONSULTING	57,623.
INSTITUTE FOR CONSERVATION LEADERSHIP 6930 CARROLL AVENUE, SUITE 1050 TAKOMA PARK, MD 20912	CONSULTING	81,179.
TOTAL COMPENSATION		<u>424,335.</u>

GRAND VICTORIA FOUNDATION

36-4107162

ATTACHMENT 13

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

GRAND VICTORIA FOUNDATION
230 W. MONROE ST., STE 2530
CHICAGO, IL 60606
312-609-0200

990PF, PART XV - SUBMISSION DEADLINES

THE FOUNDATION HAS THREE COMPETITIVE GRANT PROGRAMS: CORE PROGRAM, ELGIN GRANTWORKS, AND VITAL LANDS ILLINOIS. THE SUBMISSION DEADLINES FOR THE CORE PROGRAM ARE THE FIRST FRIDAYS IN MAY AND OCTOBER OF EACH YEAR. THE SUBMISSION DEADLINES FOR THE ELGIN GRANTWORKS PROGRAM ARE THE FIRST FRIDAYS IN FEBRUARY, JUNE AND OCTOBER OF EACH YEAR. THE VITAL LANDS ILLINOIS PROGRAM ACCEPTS APPLICATION SUBMISSIONS THROUGHOUT THE YEAR.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE FOUNDATION'S CORE PROGRAM IS LIMITED TO SUPPORT OF EFFORTS IN THE STATE OF ILLINOIS IN THE FIELDS OF EDUCATION, ENVIRONMENTAL MATTERS AND ECONOMIC AND COMMUNITY DEVELOPMENT.

THE FOUNDATION'S ELGIN GRANTWORKS PROGRAM IS LIMITED TO QUALIFIED ORGANIZATIONS BASED IN AND OPERATING FOR THE BENEFIT OF ELGIN, ILLINOIS. GRANTS AWARDED THROUGH THIS PROGRAM SUPPORT GENERAL OPERATIONS.

THE FOUNDATION'S VITAL LANDS PROGRAM PROVIDES FUNDING FOR PROTECTION OF IMPORTANT NATURAL AREAS IN ILLINOIS.

FY2009 Grants Paid

January 1, 2009 through December 31, 2009

Name	Recipient Status	Purpose of Grant	Recipient Relationship	Amount
Advance Illinois 50 E. Washington, Suite 410 Chicago IL 60602	501 (c)(3)	General Operating	None	50,000 00
Advance Illinois 50 E. Washington, Suite 410 Chicago IL 60602	501 (c)(3)	General Operating	None	12,000.00
Affordable Housing Corporation of Lake County 3701 West Grand, Suite H Gurnee IL 60031	501 (c)(3)	Project Support	None	25,000 00
Alliance for the Great Lakes 17 North State Street, Suite 1390 Chicago IL 60602	501 (c)(3)	Project Support	None	40,000 00
Alliance for the Great Lakes 17 North State Street, Suite 1390 Chicago IL 60602	501 (c)(3)	Project Support	None	4,500 00
American Cancer Society 1114 North Arlington Heights Road Arlington Heights IL 60004	501 (c)(3)	General Operating	None	1,000 00
Association for Individual Development 309 West New Indian Trail Court Aurora IL 60506	501 (c)(3)	General Operating	None	10,000 00
Association of Illinois Soil and Water Conservation 4285 North Walnut Street Rd Springfield IL 62707	501 (c)(3)	Project Support	None	22,500 00
Ballet Folklorico Huehucocoyotl PO Box 5062 Elgin IL 60121	501 (c)(3)	General Operating	None	1,500 00
Bethlehem Lutheran Child Development Center 340 Grand Blvd. Elgin IL 60120	501 (c)(3)	General Operating	None	10,000.00
Big Brothers Big Sisters Metropolitan Chicago 560 West Lake Street, 5th floor Chicago IL 60661	501 (c)(3)	General Operating	None	2,500 00
Black Women's Association PO Box 5260 Elgin IL 60121	501 (c)(3)	Scholarships	None	1,000 00
Boys & Girls Club of Elgin PO Box 416 Elgin IL 60120	501 (c)(3)	General Operating	None	10,000 00
Burpee Museum of Natural History 737 North Main Street Rockford IL 61103	501 (c)(3)	General Operating	None	30,000.00

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Business & Professional People for the Public Interest 25 East Washington, Suite 1515 Chicago IL 60602	501 (c)(3)	Project Support	None	125,000 00
Caitlin E. Weese Charitable Trust PO Box 281 Wonder Lake IL 60097	501 (c)(3)	General Operating	None	500 00
Center for Disability & Elder Law 79 West Monroe, Suite 919 Chicago IL 60603	501 (c)(3)	General Operating	None	2,500 00
Center for Economic Progress 29 East Madison, Suite 900 Chicago IL 60602	501 (c)(3)	Project Support	None	30,000 00
Center for Neighborhood Technology 2125 West North Avenue Chicago IL 60647	501 (c)(3)	Project Support	None	150,000 00
Center for Neighborhood Technology 2125 West North Avenue Chicago IL 60647	501 (c)(3)	Project Support	None	150,000 00
Center on Halsted 3656 North Halsted Chicago IL 60613	501 (c)(3)	Employee Matching Gift	None	200 00
Chicago Area Project 55 East Jackson, Suite 900 Chicago IL 60604	501 (c)(3)	Project Support	None	35,000.00
The Chicago Community Foundation 111 East Wacker Chicago IL 60601	501 (c)(3)	Project Support	None	5,000.00
Chicago Community Loan Fund 29 East Jackson, Suite 1700 Chicago IL 60602	501 (c)(3)	Project Support	None	100,000.00
Chicago Jobs Council 29 East Madison, Suite 1700 Chicago IL 60602	501 (c)(3)	Project Support	None	32,000 00
Chicago Jobs Council 29 East Madison, Suite 1700 Chicago IL 60602	501 (c)(3)	Project Support	None	45,000 00
Chicago Women in Philanthropy 216 West Jackson, Suite 625 Chicago IL 60606	501 (c)(3)	General Operating	None	2,500.00
Chicago Women in Philanthropy 216 West Jackson, Suite 625 Chicago IL 60606	501 (c)(3)	Employee Matching Gift	None	300.00

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January 1, 2009 through December 31, 2009

Circles of Learning, Inc., fiscal agent for Illinois Early Learning Council of the Rockford Area 2907 N Main Street Rockford, IL 61103	501 (c)(3)	Project Support	None	25,000.00
City of Elgin 150 Dexter Court Elgin IL 60120	Governmental Unit	General Operating	None	2,500 00
City of Peoria Workforce Development Department 211 Fulton Street, Suite 300 Peoria IL 61602	Governmental Unit	Project Support	None	150,000 00
CLIFFTOP Alliance 3107 Sutterville Road Fults IL 62244	501 (c)(3)	General Operating	None	5,000 00
Coalition of African, Arab, Asian, Europeans and Latino Immigrants of Illinois 4300 North Hermitage Ave Chicago IL 60613	501 (c)(3)	Project Support	None	40,000.00
Collaboration for Early Childhood Care and Education 142 North Taylor Oak Park IL 60302	501 (c)(3)	General Operating	None	30,000 00
Community Crisis Center PO Box 1390 Elgin IL 60121	501 (c)(3)	General Operating	None	4,000 00
Community Foundation of Decatur/Macon County 125 North Water Street, Suite 200 Decatur, IL 62523	501 (c)(3)	General Operating	None	40,000 00
Community Foundation of Decatur/Macon County 125 North Water Street, Suite 200 Decatur, IL 62523	501 (c)(3)	Challenge Grant	None	1,176,000 00
Community Foundation of Grundy County 102 North Liberty Street Morris, IL 60450	501 (c)(3)	General Operating	None	40,000.00
Community Foundation of Kankakee River Valley 105 East Court Street @ East Avenue Kankakee, IL 60901	501 (c)(3)	General Operating	None	40,000.00
Community Foundation of Kankakee River Valley 105 East Court Street @ East Avenue Kankakee, IL 60901	501 (c)(3)	Challenge Grant	None	250,000.00
Community Foundation of the Great River Bend 852 Middle Road, Suite 100 Bettendorf IA 52722	501 (c)(3)	General Operating	None	40,000 00
Community Foundation of the Quincy Area 601 State Street, PO Box 741 Quincy IL 62306	501 (c)(3)	General Operating	None	40,000 00

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January 1, 2009 through December 31, 2009

Community Foundation of the Quincy Area 601 State Street, PO Box 741 Quincy IL 62306	501 (c)(3)	Challenge Grant	None	72,268.97
The Conservation Foundation 10S404 Knoch Knolls Road Naperville IL 60565	501 (c)(3)	Project Support	None	80,220 00
The Conservation Foundation 10S404 Knoch Knolls Road Naperville IL 60565	501 (c)(3)	General Operating	None	5,000 00
Crossroads Fund 3411 West Diversey, Suite 20 Chicago IL 60647	501 (c)(3)	Employee Matching Gift	None	200.00
DeKalb County Community Foundation 2600 DeKalb Avenue, Suite J Sycamore IL 60178	501 (c)(3)	General Operating	None	40,000.00
Delta Institute 53 West Jackson, Suite 230 Chicago IL 60604	501 (c)(3)	Project Support	None	62,500 00
Delta Institute 53 West Jackson, Suite 230 Chicago IL 60604	501 (c)(3)	Project Support	None	41,772 50
Delta Kappa Gamma Society 1035 Knollwood Lane Bartlett IL 60103	501 (c)(3)	Scholarships	None	1,000 00
Discovery Center 711 North Main Street @ Riverfront Museum Park Rockford IL 61103	501 (c)(3)	General Operating	None	50,000 00
Donors Forum 208 South LaSalle Street, Suite 1540 Chicago IL 60604	501 (c)(3)	Membership Grant	None	12,746.00
Donors Forum 208 South LaSalle Street, Suite 1540 Chicago IL 60604	501 (c)(3)	Membership Grant	None	9,016 00
DuPage Children's Museum 310 North Washington Street Naperville IL 60540	501 (c)(3)	General Operating	None	60,000 00
DuPage Community Foundation 104 East Roosevelt Road, Suite 204 Wheaton IL 60187	501 (c)(3)	General Operating	None	40,000 00
DuPage Homeownership Center 1333 North Main Street Wheaton IL 60187	501 (c)(3)	General Operating	None	30,000.00

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Ecker Center for Mental Health 1845 Grandstand Place Elgin IL 60123	501 (c)(3)	General Operating	None	10,000 00
Economic Development Council of the Bloomington- Normal Area 200 West College Avenue, Suite 402 Normal IL 61761	501 (c)(3)	Project Support	None	67,880 00
Elgin Area Chamber of Commerce 31 South Grove Avenue Elgin IL 60120	501 (c)(3)	Project Support	None	5,000.00
Elgin Choral Union 1700 Spartan Drive Elgin IL 60123	501 (c)(3)	General Operating	None	10,000 00
Elgin Classic Little League 724 Butternut Lane Elgin IL 60123	501 (c)(3)	General Operating	None	250.00
Elgin Community College Foundation, fiscal agent for Elgin Funders' Forum 1700 Spartan Drive Elgin IL 60123	501 (c)(3)	Project Support	None	500.00
Elgin Symphony Orchestra 20 DuPage Court Elgin IL 60120	501 (c)(3)	General Operating	None	500.00
Elgin Youth Symphony Orchestra PO Box 6508 Elgin IL 60121-6508	501 (c)(3)	General Operating	None	10,000.00
Environmental Law and Policy Center 35 East Wacker Drive, Suite 1300 Chicago IL 60601	501 (c)(3)	General Operating	None	75,000 00
Enkson Institute 451 North LaSalle Street Chicago IL 60654	501 (c)(3)	Project Support	None	80,000.00
Erikson Institute 451 North LaSalle Street Chicago IL 60654	501 (c)(3)	Scholarships	None	124,057.00
Evanston Community Foundation, fiscal agent for Illinois Early Child Childhood Fellowship 1007 Church Street, Suite 108 Evanston IL 60201	501 (c)(3)	Project Support	None	50,000 00
Evanston Community Foundation 1007 Church Street, Suite 108 Evanston IL 60201	501 (c)(3)	General Operating	None	40,000 00
Faith in Place 70 East Lake Street, Suite 920 Chicago IL 60601	501 (c)(3)	General Operating	None	20,000 00

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Fight Crime Invest in Kids 70 East Lake Street, Suite 720 Chicago IL 60601	501 (c)(3)	Project Support	None	20,000.00
FITE Center for Independent Living 730 West Chicago Street Elgin IL 60123	501 (c)(3)	General Operating	None	10,000 00
Fox River Country Day School 1600 Dundee Avenue Elgin IL 60120	501 (c)(3)	General Operating	None	250 00
Fox Valley Volunteer Hospice 200 Whitfield Drive Geneva IL 60134	501 (c)(3)	General Operating	None	2,500.00
Friends of the Sangamon Valley 1619 South Pasfield Springfield IL 62704	501 (c)(3)	General Operating	None	5,000 00
Gail Borden Public Library District Foundation 270 North Grove Avenue Elgin IL 60120	501 (c)(3)	Project Support	None	20,000 00
Governors State University fiscal agent for South Metropolitan Higher Education Consortium One University Parkway University Park, IL 60466	Governmental Unit	Project Support	None	34,500 00
Great Rivers Land Trust PO Box 821 Alton, IL 62002	501 (c)(3)	Land Acquisition	None	500,000 00
Greater Chicago Food Depository 4100 West Ann Lurie Place Chicago IL 60632	501 (c)(3)	Employee Matching Gift	None	200 00
The Greater Springfield Chamber of Commerce 3 South Old State Capitol Plaza Springfield, IL 62701	501 (c)(3)	Project Support	None	150,000.00
Hamilton Wings 14 Crescent Street Elgin IL 60123	501 (c)(3)	General Operating	None	10,000 00
Heartland Alliance 33 West Grand Avenue, Suite 500 Chicago IL 60654	501 (c)(3)	General Operating	None	50,000 00
Heartland Voices PO Box 5484 Elgin IL 60121-5484	501 (c)(3)	General Operating	None	2,500.00
Housing Action Illinois 11 East Adams, Suite 1501 Chicago IL 60603	501 (c)(3)	General Operating	None	50,000.00

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Housing Authority of Elgin 120 South State Street Elgin IL 60123	Governmental Unit	Project Support	None	500 00
Hyde Park Art Center 5020 South Cornell Avenue Chicago IL 60615	501 (c)(3)	Employee Matching Gift	None	700 00
Illinois Action for Children 4753 North Broadway, 12th floor Chicago IL 60640	501 (c)(3)	General Operating	None	2,500 00
Illinois Action for Children 4753 North Broadway, 12th floor Chicago IL 60640	501 (c)(3)	Project Support	None	300,000 00
Illinois Association for the Education of Young Children 3180 Adloff Lane, Suite 302 Springfield IL 62703	501 (c)(3)	Project Support	None	74,000 00
Illinois Audubon Society PO Box 2547 Springfield IL 62708	501 (c)(3)	General Operating	None	5,000 00
Illinois Coalition for Immigrant & Refugee Rights 55 East Jackson, Suite 2075 Chicago IL 60604	501 (c)(3)	Project Support	None	10,000 00
Illinois Council Against Handgun Violence 223 West Jackson, Suite 802 Chicago IL 60606	501 (c)(3)	Employee Matching Gift	None	700.00
Illinois Environmental Council Education Fund 107 West Cook Street, Suite E Springfield IL 62704	501 (c)(3)	General Operating	None	20,000.00
Illinois Network of Charter Schools 205 West Randolph, Suite 1340 Chicago IL 60606	501 (c)(3)	Project Support	None	200,000 00
Illinois Safe Schools Alliance 70 East Lake, Suite 900 Chicago IL 60601	501 (c)(3)	Employee Matching Gift	None	200 00
Interfaith Housing Center of the Northern Suburbs 614 Lincoln Avenue Winnetka IL 60093	501 (c)(3)	Project Support	None	35,000 00
Jo Daviess Conservation Foundation 26 North Main Street, PO Box 216 Elizabeth IL 61028-0216	501 (c)(3)	Land Acquisition	None	386,500 00
Kohl Children's Museum 2100 Patriot Blvd Glenview IL 60026	501 (c)(3)	Project Support	None	50,000.00

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The Land Conservancy of McHenry County PO Box 352 Woodstock IL 60098	501 (c)(3)	General Operating	None	22,500.00
The Land Conservancy of McHenry County PO Box 352 Woodstock IL 60098	501 (c)(3)	General Operating	None	5,000.00
The Land Conservancy of McHenry County PO Box 352 Woodstock IL 60098	501 (c)(3)	Land Acquisition	None	151,650 00
Latino Policy Forum 20 East Jackson Blvd., Suite 1550 Chicago IL 60604	501 (c)(3)	Project Support	None	30,000 00
LEED Council 1866 North Marcey Street Chicago IL 60614	501 (c)(3)	Project Support	None	15,000.00
Liberty Prairie Conservancy 32400 North Harns Road Grayslake IL 60030	501 (c)(3)	Project Support	None	40,000 00
Liberty Prairie Conservancy 32400 North Harris Road Grayslake IL 60030	501 (c)(3)	General Operating	None	5,000 00
LINK Unlimited 2221 South State Street Chicago IL 60616	501 (c)(3)	Project Support	None	25,000 00
The Literacy Connection 270 North Grove Avenue Elgin IL 60120	501 (c)(3)	General Operating	None	900 00
Literacy Volunteers Fox Valley One South Sixth Avenue St Charles IL 60174	501 (c)(3)	General Operating	None	1,000.00
Literacy Volunteers of DuPage fiscal agent for West Suburban Literacy Partners 24W 500 Maple Avenue, Suite 217 Naperville IL 60540	501 (c)(3)	Project Support	None	50,000 00
MAEOPP Education Foundation University of Illinois at Urbana-Champaign 610 East John Street, Room 130 Champaign, IL 61820	501 (c)(3)	Scholarships	None	42,725.00
Mano a Mano Family Resource Center 6 E. Main Street Round Lake Park IL 60073	501 (c)(3)	Project Support	None	20,000.00
McHenry County Community Foundation PO Box 1844 Woodstock IL 60098	501 (c)(3)	General Operating	None	40,000 00

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Metropolitan Chicago Healthcare Council 222 S. Riverside Plaza Chicago IL 60606	501 (c)(3)	Project Support	None	58,000 00
Metropolitan Mayors Caucus 177 N. State Street, Suite 500 Chicago IL 60601	501 (c)(3)	Project Support	None	70,000.00
Metropolitan Planning Council 140 S. Dearborn, Suite 1400 Chicago IL 60603	501 (c)(3)	Project Support	None	100,000 00
The Moline Foundation 817 11th Avenue Moline IL 61265	501 (c)(3)	Challenge Grant	None	500,000 00
The Moline Foundation 817 11th Avenue Moline IL 61265	501 (c)(3)	General Operating	None	40,000 00
National-Louis University McCormick Center for Early Childhood Leadership 6310 Capitol Drive Wheeling IL 60090	501 (c)(3)	Project Support	None	50,000 00
The Nature Conservancy 8 S Michigan, Suite 900 Chicago IL 60603	501 (c)(3)	General Operating	None	10,000.00
The Nature Conservancy 8 S Michigan, Suite 900 Chicago IL 60603	501 (c)(3)	Project Support	None	38,091.00
Neighbors of South East Elgin 628 South Liberty St. Elgin IL 60120	501 (c)(3)	General Operating	None	400 00
Northern Illinois Food Bank 600 Industrial Drive St Charles IL 60174	501 (c)(3)	General Operating	None	4,000.00
Oak Park-River Forest Community Foundation 1049 Lake Street, Suite 204 Oak Park IL 60301	501 (c)(3)	General Operating	None	40,000 00
Open Door Clinic 164 Division Street, Suite 607 Elgin IL 60120	501 (c)(3)	General Operating	None	10,000.00
Openlands 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	Project Support	None	52,185 00
Openlands 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	Project Support	None	1,101,700.00

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Openlands 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	General Operating	None	5,000 00
Openlands, fiscal agent for Chicago Region Land Conservation Coalition 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	Project Support	None	5,000.00
Ounce of Prevention Fund, fiscal agent for the Illinois Early Learning Council 33 West Monroe, Suite 2400 Chicago IL 60603	501 (c)(3)	Project Support	None	80,174 00
Ounce of Prevention Fund 33 West Monroe, Suite 2400 Chicago IL 60603	501 (c)(3)	General Operating	None	200,000 00
Parkland College 2400 West Bradley Avenue Champaign, IL 61821-1899	Governmental Unit	Project Support	None	250,000 00
ParkLands Foundation PO Box 3132 Bloomington IL 61702-3132	501 (c)(3)	Land Acquisition	None	167,875.00
Pheasants Forever 1504 Vinifera Drive Petersburg IL 62675	501 (c)(3)	General Operating	None	5,000 00
Planned Parenthood of Illinois 18 S Michigan Avenue Chicago IL 60603	501 (c)(3)	Employee Matching Gift	None	300.00
Praine Rivers Network 1902 Fox Drive, Suite G Champaign, IL 61820-6215	501 (c)(3)	General Operating	None	35,000.00
Prairie Valley Family YMCA 50 North McLean Elgin, IL 60123	501 (c)(3)	Project Support	None	15,000 00
Prairie Valley Family YMCA 50 North McLean Elgin, IL 60123	501 (c)(3)	General Operating	None	10,000 00
Rehabilitation Institute of Chicago 345 E. Superior Chicago IL 60611	501 (c)(3)	Employee Matching Gift	None	200 00
The Renaissance Society 5811 S Ellis Chicago IL 60637	501 (c)(3)	Employee Matching Gift	None	700 00
Rockford Public Schools District #205 201 South Madison Street Rockford, IL 61104	Governmental Unit	Project Support	None	50,000 00

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Safer Pest Control Project 4611 N Ravenswood Avenue, Suite 107 Chicago, IL 60640	501 (c)(3)	Project Support	None	50,000 00
The Salvation Army of Elgin 316 Douglas Avenue, Box 96 Elgin, IL 60120	501 (c)(3)	General Operating	None	10,000 00
Salvation Army of Winnebago County PO Box 4159 Rockford, IL 61110	501 (c)(3)	Project Support	None	51,560.00
St. Vincent DePaul Society c/o St. Cecilia Church 700 S Meier Road Mount Prospect IL 60056	501 (c)(3)	Employee Matching Gift	None	400 00
Sangamon County Community Foundation 205 South Fifth Street, 9th floor Springfield IL 62701	501 (c)(3)	Endowment	None	2,000,000 00
Sangamon County Community Foundation 205 South Fifth Street, 9th floor Springfield IL 62701	501 (c)(3)	General Operating	None	40,000 00
Sargent Shriver National Center on Poverty Law 50 East Washington, Suite 500 Chicago IL 60602	501 (c)(3)	General Operating	None	125,000.00
School District U-46 355 Chicago Street Elgin, IL 60120	Governmental Unit	Project Support	None	31,450.00
School District U-46 355 Chicago Street Elgin, IL 60120	Governmental Unit	Project Support	None	93,000 00
Scott J Orlowski Memorial Fund PO Box 5517 Naperville IL 60567	501 (c)(3)	Employee Matching Gift	None	200 00
Sherman Hospital Auxiliary 934 Center Street Elgin IL 60120	501 (c)(3)	General Operating	None	1,000.00
The Sierra Club Foundation fiscal agent for Sierra Club- Illinois Chapter 70 E. Lake Street, Suite 1500 Chicago IL 60601	501 (c)(3)	Project Support	None	44,000 00
South Suburban Mayors & Managers Association 1904 W. 174th Street East Hazel Crest IL 60429	501 (c)(3)	Project Support	None	40,000 00
Southeastern Illinois Community Foundation 300 East Washington, PO Box 1211 Effingham IL 62401	501 (c)(3)	General Operating	None	50,000 00

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Southeastern Illinois Community Foundation 300 East Washington, PO Box 1211 Effingham IL 62401	501 (c)(3)	General Operating	None	40,000 00
Southeastern Illinois Community Foundation 300 East Washington, PO Box 1211 Effingham IL 62401	501 (c)(3)	Challenge Grant	None	100,000.00
Southwestern Illinois Resource Conservation & Development 406 E. Main Street Mascoutah IL 62258	501 (c)(3)	General Operating	None	5,000 00
Special Education District of Lake County 18160 Gages Lake Road Gages Lake, IL 60030-1819	Governmental Unit	Project Support	None	43,100.00
Storycatchers Theatre 920 North Franklin St., Suite 302 Chicago IL 60610	501 (c)(3)	Project Support	None	12,500.00
Sugar Grove Foundation 4532 N 725 East Road McLean IL 61754	501 (c)(3)	Employee Matching Gift	None	400 00
Summit, Inc 333 River Road Drive Elgin, IL 60123	501 (c)(3)	General Operating	None	10,000.00
The Trust for Public Land 53 W Jackson Blvd, Suite 815 Chicago, IL 60604	501 (c)(3)	General Operating	None	5,000 00
U S Green Building Council - Chicago Chapter 222 Merchandise Mart Plaza, Suite 946 Chicago, IL 60654	501 (c)(3)	Project Support	None	25,000.00
United Way of Elgin 2022 Larkin Avenue Elgin, IL 60123-5845	501 (c)(3)	General Operating	None	50,000.00
University of Illinois 1901 S First Street, Suite A Champaign, IL 61820-7406	Governmental Unit	Scholarships	None	100,000 00
University of Illinois 1901 S First Street, Suite A Champaign, IL 61820-7406	Governmental Unit	Project Support	None	666,700.00
University of Illinois 1901 S. First Street, Suite A Champaign, IL 61820-7406	Governmental Unit	Project Support	None	(105.83)
University of Illinois at Chicago 310 Administrative Office Building -M/C 672 28 West Polk Street Chicago, IL 60612	Governmental Unit	Project Support	None	750,000.00

FY2009 Grants Paid

January 1, 2009 through December 31, 2009

University of Illinois Extension 1901 S First Street, Suite A Champaign, IL 61820-7406	Governmental Unit	Project Support	None	110,000 00
Visiting Nurse Association of Fox Valley 400 N Highland Avenue Aurora, IL 60506	501 (c)(3)	General Operating	None	1,000 00
Window to the World Communications 5400 North St Louis Avenue Chicago, IL 60625-4698	501 (c)(3)	Employee Matching Gift	None	331.00
Women Employed 65 East Wacker Place, Suite 1500 Chicago, IL 60601	501 (c)(3)	Project Support	None	125,000.00
Women Employed 65 East Wacker Place, Suite 1500 Chicago, IL 60601	501 (c)(3)	General Operating	None	20,000 00
Women Employed 65 East Wacker Place, Suite 1500 Chicago, IL 60601	501 (c)(3)	General Operating	None	2,500 00
Women Employed 65 East Wacker Place, Suite 1500 Chicago, IL 60601	501 (c)(3)	Project Support	None	100,000 00
Youth Job Center of Evanston 1114 Church Street Evanston, IL 60201	501 (c)(3)	General Operating	None	35,000 00
YWCA Elgin, fiscal agent for Lao Professionals of 220 E. Chicago Street Elgin, IL 60120	501 (c)(3)	General Operating	None	250 00
YWCA of Elgin 220 E. Chicago Street Elgin, IL 60120	501 (c)(3)	Project Support	None	17,500.00

Total Grants Paid

13,821,645.64

GRAND VICTORIA FOUNDATION
FY 2009 ENDING DECEMBER 31, 2009
GRANTS PAYABLE

<u>Name</u>	<u>Recipient Status</u>	<u>Purpose of Grant</u>	<u>Recipient Relationship</u>	<u>Amount</u>
Advance Illinois 50 East Washington, Suite 410 Chicago IL 60602	501 (c)(3)	General Operating	None	92,500 00
Center for Neighborhood Technology 2125 West North Avenue Chicago IL 60647	501 (c)(3)	Project Support	None	150,000 00
Chicago Area Project 55 East Jackson, Suite 900 Chicago IL 60604	501 (c)(3)	Project Support	None	35,000 00
Chicago Jobs Council 29 East Madison, Suite 1700 Chicago IL 60602	501 (c)(3)	Project Support	None	332,000 00
Community Foundation of Decatur/Macon County 125 North Water Street, Suite 200 Decatur, IL 62523	501 (c)(3)	General Operating	None	30,000 00
Community Foundation of the Great River Bend 852 Middle Road, Suite 100 Bettendorf IA 52722	501 (c)(3)	General Operating	None	30,000 00
Community Foundation of Grundy County 102 North Liberty Street Morris IL 60450	501 (c)(3)	General Operating	None	30,000 00
Community Foundation of Kankakee River Valley 105 East Court Street @ East Avenue Kankakee IL 60901	501 (c)(3)	General Operating	None	30,000 00
Community Foundation of the Quincy Area 601 State Street, PO Box 741 Quincy IL 62306	501 (c)(3)	General Operating	None	30,000 00
DeKalb County Community Foundation 2600 DeKalb Avenue, Suite J Sycamore IL 60178	501 (c)(3)	General Operating	None	30,000 00
Delta Institute 53 West Jackson, Suite 230 Chicago IL 60604	501 (c)(3)	Project Support	None	162,500 00
Delta Institute 53 West Jackson, Suite 230 Chicago IL 60604	501 (c)(3)	Project Support	None	125,317 50
DuPage Community Foundation 104 East Roosevelt Road, Suite 204 Wheaton IL 60187	501 (c)(3)	General Operating	None	30,000 00
DuPage Homeownership Center 1333 North Main Street Wheaton IL 60187	501 (c)(3)	General Operating	None	30,000 00

GRAND VICTORIA FOUNDATION
FY 2009 ENDING DECEMBER 31, 2009
GRANTS PAYABLE

<u>Name</u>	<u>Recipient Status</u>	<u>Purpose of Grant</u>	<u>Recipient Relationship</u>	<u>Amount</u>
Elgin Choral Union 1700 Spartan Dnve Elgin IL 60123	501 (c)(3)	General Operating	None	20,000 00
Elgin Youth Symphony Orchestra PO Box 6508 Elgin IL 60121	501 (c)(3)	General Operating	None	10,000 00
Environmental Law and Policy Center 35 East Wacker, Suite 1300 Chicago IL 60601	501 (c)(3)	General Operating	None	75,000 00
Enkson Institute 451 North LaSalle Street Chicago IL 60654	501 (c)(3)	Project Support	None	360,143 00
Evanston Community Foundation 1007 Church Street, Suite 108 Evanston IL 60201	501 (c)(3)	General Operating	None	30,000 00
Evanston Community Foundation, fiscal agent for 1007 Church Street, Suite 108 Evanston IL 60201	501 (c)(3)	Project Support	None	325,000 00
Faith in Place 70 East Lake Street, Suite 920 Chicago IL 60601	501 (c)(3)	General Operating	None	20,000 00
Fight Crme Invest in Kids 70 East Lake Street, Suite 720 Chicago IL 60601	501 (c)(3)	Project Support	None	20,000 00
Housing Action Illinois 11 East Adams, Suite 1501 Chicago IL 60603	501 (c)(3)	General Operating	None	50,000 00
Illinois Action for Children 4753 North Broadway, 12th floor Chicago IL 60640	501 (c)(3)	Project Support	None	300,000 00
Liberty Prairie Conservancy 32400 North Harms Road Grayslake IL 60030	501 (c)(3)	Project Support	None	80,000 00
McHenry County Community Foundation PO Box 1844 Woodstock IL 60098	501 (c)(3)	General Operating	None	30,000 00
National Audubon Society - Chicago Chapter 1718 Sherman Avenue, Suite 210 Evanston IL 60201	501 (c)(3)	Project Support	None	40,000 00

GRAND VICTORIA FOUNDATION
FY 2009 ENDING DECEMBER 31, 2009
GRANTS PAYABLE

<u>Name</u>	<u>Recipient Status</u>	<u>Purpose of Grant</u>	<u>Recipient Relationship</u>	<u>Amount</u>
Oak Park-River Forest Community Foundation 1049 Lake Street, Suite 204 Oak Park IL 60301	501 (c)(3)	General Operating	None	30,000 00
Openlands 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	Project Support	None	898,300 00
Openlands 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	Project Support	None	58,000 00
Openlands 25 East Washington, Suite 1650 Chicago IL 60602	501 (c)(3)	Challenge Grant	None	334,000 00
Ounce of Prevention Fund, fiscal agent for the Illinois 33 West Monroe, Suite 2400 Chicago IL 60603	501 (c)(3)	Project Support	None	236,457 00
Ounce of Prevention Fund 33 West Monroe, Suite 2400 Chicago IL 60603	501 (c)(3)	General Operating	None	200,000 00
Prairie Rivers Network 1902 Fox Drive, Suite G Champaign IL 61820	501 (c)(3)	General Operating	None	35,000 00
Sangamon County Community Foundation 205 South Fifth Street, 9th floor Springfield IL 62701	501 (c)(3)	General Operating	None	30,000 00
Sargent Shriver National Center on Poverty Law 50 East Washington, Suite 500 Chicago IL 60602	501 (c)(3)	General Operating	None	125,000 00
Smart Growth America 1707 L Street NW, Suite 1050 Washington DC 20036	501 (c)(3)	Project Support	None	75,000 00
Southeastern Illinois Community Foundation 300 East Washington, PO Box 1211 Effingham IL 62401	501 (c)(3)	General Operating	None	30,000 00
Special Education District of Lake County 18160 Gages Lake Road Gages Lake IL 60030	Governmental Unit	Project Support	None	43,100 00
The Moline Foundation 817 11th Avenue Moline IL 61265	501 (c)(3)	General Operating	None	30,000 00
University of Illinois 1816 South Oak Street Champaign IL 61820	Governmental Unit	Project Support	None	1,333,300 00

GRAND VICTORIA FOUNDATION
FY 2009 ENDING DECEMBER 31, 2009
GRANTS PAYABLE

<u>Name</u>	<u>Recipient Status</u>	<u>Purpose of Grant</u>	<u>Recipient Relationship</u>	<u>Amount</u>
University of Illinois 507 East Green Street, Room 428, MC-418 Champaign IL 61820	Governmental Unit	Scholarships	None	100,000 00
University of Illinois - Great Cities Institute 412 South Peoria Street, #400 M/C 107 Chicago IL 60607	Governmental Unit	Project Support	None	750,000 00
Women Employed 65 East Wacker Place, Suite 1500 Chicago IL 60601	501 (c)(3)	Project Support	None	100,000 00
Youth Job Center of Evanston 1114 Church Street Evanston IL 60201	501 (c)(3)	General Operating	None	35,000 00
Youth Leadership Academy Elgin Community College - Fountain Square Campus 51 South Spring Street Elgin IL 60120	501 (c)(3)	General Operating	None	10,000 00
Total Grants Payable				6,950,617.50

Elgin Grant works

GRAND VICTORIA FOUNDATION
awards multi-year general
operating grants for amounts up
to \$10,000 annually to Elgin-
based nonprofit organizations.
Grants are awarded on
a three-year cycle.

Guidelines

Your organization may submit an application if you are:

- Determined by the Internal Revenue Service to be a 501(c)(3) public charity.
- An organization based in Elgin, Illinois, providing services to Elgin residents, and has a dedicated Elgin budget.
- An organization with an annual operating budget between \$50,000 and \$4,000,000.
- A well-managed and fiscally sound organization.
- An organization with a balanced budget or an operating deficit of less than 10%.
- An organization with at least one paid staff person.
- An organization that has been in business and operating as a 501(c)(3) for at least 3 years.
- Willing to abide by the grant agreement.
- Willing to fulfill reporting requirements.

General operating grants are not available to support:
endowments, organizations not based in Elgin,
fund-raising events, debt or deficit reduction, grantmaking
organizations, federated funds, scholarships,
political campaigns, religious purposes, or individuals.

General operating grants are awarded on a three-year cycle
at the end of which, one full calendar year must pass before an
organization may re-apply for another general operating grant.

To apply for a grant:



GENERAL OPERATING GRANTS

Application narrative

Please provide up to three pages of narrative that include the following:

- A brief organizational history and a description of current programs with an overview of the constituency served and the benefits of your programs in the community.
- A description of recent or projected management/programmatic changes during the next three years.
- A description of the board of directors' role in planning for the organization's future.
- A description of your organization's funding structure with an overview of how the organization typically supports its operating costs.
- If awarded, how will you use Grantworks general operating funds over the next three years?
- Apart from finances, what is the most important challenge facing the organization over the next three years? What are your plans, if any, to address them?

Complete an application cover sheet,
and include the following attachments:

- Approved organizational budget for current fiscal year
- Year-to-date statement of revenue and expenses
- Approved organizational budget for previous fiscal year
- A copy of the organization's most recent audit report or Form 990
- If an audit from the most recently completed fiscal year is unavailable, please submit an unaudited year-end income and expense report
- Approved organizational budget for upcoming fiscal year (if available)
- List of commitments, both public and private, for the current fiscal year (list should include funder/donor name and amount committed)
- List of other sources being asked for support and their responses to date. If responses are pending, please list the date a final response will be available
- Current list of board members (including business or community affiliations) and key staff
- The most recent annual report or organizational brochure if available

An electronic version of the application cover sheet is available online at www.grandvictoriafdn.org/elginform.html

Submit two complete
copies of your application
package.

The deadlines for submitting an application are the first Friday in October, February, and June. Notification letters will be sent within 8 to 10 weeks of receiving the application. Grantees can expect to receive payment two weeks after submitting a signed grant agreement.

GRAND VICTORIA FOUNDATION
60 S GROVE AVENUE
ELGIN, ILLINOIS 60120
(847) 289-8575
(847) 289-8576 fax
www.grandvictoriafdn.org

A nonprofit is considered Elgin-based if it: 1) has an office in Elgin, Illinois, 2) provides direct services to Elgin residents, and 3) has a dedicated Elgin budget.

Yes. However, eligibility requirements and program priorities for other Foundation grant programs differ from the eligibility requirements for the Grantworks general operating grant program. Visit www.grandvictoriafdn.org for more information about other grant opportunities.

Yes, you may change the amount of funds requested from the Foundation in subsequent years as long as it does not exceed the annual maximum of \$10,000.

The most common reasons an application is declined are: (1) an organization does not meet the eligibility requirements; (2) the application is incomplete; (3) the organization is not financially stable; (4) there is no indication from the application that a general operating grant would strengthen the organization or help maximize its service delivery.

Each application will be evaluated on its own merits and will be reviewed by the Foundation's staff and Board of Directors.

General operating grant recipients are required to annually submit a written report along with an up to date application cover sheet and financial statements.

If your application is denied, you may reapply for general operating support after six months.



For Elgin, Illinois-based
Organizations Only

To be considered for a general operating grant, an Elgin-based organization must submit an application to the Grand Victoria Foundation on the first Friday of October, February, or June.

Please provide two typed copies of your cover sheet, application narrative, and attachments. The Foundation does not accept handwritten or faxed materials.

Applications (including cover sheet) should not exceed four typed pages. Please do not use fonts smaller than 12 points

An electronic version of this Application Cover Sheet is available online at www.grandvictoriafdn.org/elginform.html

GRAND VICTORIA FOUNDATION

60 S GROVE AVENUE
ELGIN, ILLINOIS 60120
(847) 289-8575
(847) 289-8576 fax
www.grandvictoriafdn.org

Organization name

Web address (URL)

Address, City, State, Zip

Telephone

Fax

e-mail

Name of Chief Executive

Telephone

Date organization began operations.

United Way? ☐ Yes ☐ No

Number of paid staff Full-time

Part-time

☐ Arts & Culture

☐ Human Services

☐ Education

☐ Youth Development

☐ Environment

☐ Health

☐ Economic Development

☐ Other (specify)

Current fiscal period

Approved operating budget Income: \$

Expenses \$

Surplus (deficit): \$

Year-to-date (as of __/__/__) Income: \$

Expenses \$

Total fundraising goal: \$

Amount raised-to-date \$

Approved operating budget Income: \$

Expenses \$

Surplus (deficit): \$

Year-end (as of __/__/__): Income \$

Expenses \$

Total Amount requested: \$

of years requested

Amount for each year (up to a maximum of \$10,000)

Year 1: \$

Year 2: \$

Year 3: \$

Annual Fundraising Goal

Year 1\$

Year 2 \$

Year 3 \$

Signature of Chief Executive

Typed Name of Chief Executive

Date

ATTACHMENT 13A

step

GRAND VICTORIA FOUNDATION

GUIDELINES

Read the guidelines carefully to determine eligibility and whether your activities match our mission, grant making programs, and funding priorities.

GRAND VICTORIA FOUNDATION
ESTABLISHED AND SUPPORTED
BY GRAND VICTORIA CASINO
Grants are made to not-for-profit
organizations in Illinois.

TYPES OF SUPPORT

Organizations that meet the eligibility requirements and plan to pursue activities listed in the grant making programs section of these guidelines may make requests for the following types of support:

- Specific projects
- Technical assistance
- Capacity building
- Scholarship funds
- Challenge grants for capital projects
- Qualified loan funds
- Land acquisition—for preservation of quality natural areas

General Operating Grants

A limited number of general operating grants may be awarded

- 1) to exemplary single-program organizations
- 2) to organizations with a range of expertise that is called upon by a variety of public and private agencies or
- 3) to cultural organizations that provide resources to under-served regions.

Grants are not available to support:

- Endowments
- Fund-raising events
- Debt or deficit reduction
- Political campaigns
- Religious purposes
- Individuals
- Taxing bodies to accomplish programs that fall within the normal scope of their responsibilities
- Generally, the Foundation does not fund research or planning projects unless they are a well-integrated step to program implementation.

ORGANIZATION ELIGIBILITY

Applicants must be well managed, fiscally healthy 501 (c)(3) public charities or certified public institutions. The Foundation will only consider requests from qualified applicants that are engaged in one or more of the activities listed in the grant making programs section of these guidelines.

GEOGRAPHIC ELIGIBILITY

Local: Applicants must be operating in Kane, DuPage, Lake, McHenry, Kendall, Will, Winnebago, DeKalb or suburban Cook counties and be engaged in one or more of the activities that the Foundation supports. Please note that efforts directed solely to Chicago neighborhoods typically are not supported.

Regional: Applicants must be operating in the Chicago Metropolitan area and be collaboratively engaged in one or more of the activities that the Foundation supports to address issues that are regional in scope. Examples include air quality, transportation, and growth management.

Statewide: Applicants must be operating in Illinois and engaged in child care, land use and protection, and/or workforce development efforts that impact a substantial portion of Illinois.

MISSION

The mission of Grand Victoria Foundation is to assist communities in their efforts to pursue systemic solutions to problems in specific areas of education, economic development and the environment

GRANT MAKING PROGRAMS

Within each program area, the Foundation is particularly interested in projects that:

Education

- Strengthen the profession of teaching, including pre-service training, new teacher induction, on-the-job training and continuing professional development
- Improve the quality, content, and process of teaching and learning from early childhood through adult education
- Enhance and expand youth development programs
- Pursue educational parity for all-aged students
- Increase access to quality, affordable child care and early childhood education

Economic Development

- Link workforce development efforts to jobs, job creation, transportation, and/or housing
- Provide greater access to capital and other resources
- Expand housing options and improve home ownership opportunities
- Implement regional growth management and land use strategies that promote economic vitality and environmental health

Environment

- Prevent pollution
- Preserve and restore natural lands and waterways
- Implement best land use practices
- Expand and connect preserved natural lands
- Develop and implement use of clean, renewable energy and other natural resources
- Educate the public to increase participation in the above issues

FUNDING PRIORITIES

Highest priority is placed on projects that are regional in scope, employ best practices, pursue long-term positive results, and leverage additional investment.

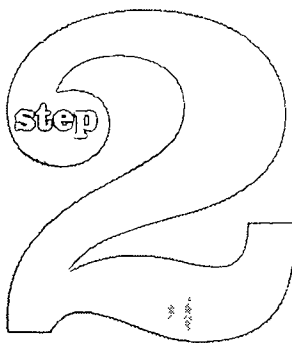
- We seek efforts that transcend lines of race and class and promote civic engagement.
- Preference is given to programs that are multidisciplinary and collaborative.
- Because of our emphasis on regional solutions, the Foundation generally directs more resources to support regional projects than to programs that are locally focussed.

We encourage you to call the Foundation at (312) 609-0200 if you have any questions.

ATTACHMENT 13A

GRAND VICTORIA FOUNDATION

LETTER OF INQUIRY



If you've read the guidelines and believe there is a good fit, send a letter of inquiry summarizing your project.

We'll send a written response notifying you whether a full proposal is invited. Organizations invited to proceed to Step 3 (proposal) will also receive application packets with instructions for preparing a proposal. **The Foundation considers only those proposals that are invited in response to a letter of inquiry.**

WRITING A LETTER OF INQUIRY

Briefly describe your organization and the project in two pages. In your letter, you must restate and respond to the following points:

- The amount you will request from Grand Victoria Foundation
- What you plan to accomplish with the project
- Who will benefit from your efforts
- Why is the project important to the target population, community or region
- How will you achieve the project goals and objectives
- Who will implement the project and what experience do they have
- How the project matches the programs and priorities of Grand Victoria Foundation
- Attach an itemized income and expense budget for the project

RENEWAL REQUESTS

Organizations seeking renewed funding should answer the above questions within the context of what has been accomplished with current funding. Discuss how you plan to strengthen, enhance or expand the project if funding is renewed. Please include a brief update of the funded project, a year-to-date grant expense report, and information about other funding sources obtained for the project.

GRAND VICTORIA FOUNDATION
230 WEST MONROE STREET, SUITE 2530
CHICAGO, ILLINOIS 60606
(312) 609-0200
(312) 658-0738 fax
www.grandvictoriafdn.org

step

PROPOSAL

Please prepare a concise narrative that includes the following information about your organization and the proposed project.

PLEASE NOTE: The Foundation does not accept handwritten proposals or those sent by fax or e-mail. Do not use binders, folders, tabs, or other bulky methods of packaging your materials. Do not include video or audio tapes.

I. APPLICANT ORGANIZATION'S BACKGROUND INFORMATION

- What are the mission and background of your organization?
- Who are the people or groups your organization serves?
- What are some significant accomplishments of your organization?
- Describe the level of board involvement in the organization.

II. PROJECT INFORMATION

- What is the proposed project?
- Who is the target audience?
- Why is the project important and relevant to the population/community/region?
- What need does your project address?
- How does your project address this need, and why do you choose the proposed approach over others?
- Where will the project take place?
- What are the specific goals and objectives of the project?
- How will you achieve the goals and objectives?
- How will you know and document the results of your efforts?
- What is the time frame of the project?
- What is your plan for continued support of the end-out?

III. PERSONNEL INFORMATION

- Who is responsible for implementing the program?
- What qualifies the assigned personnel to undertake the project?

IV. RELATIONSHIP TO GRAND VICTORIA FOUNDATION'S FUNDING PROGRAM

- Describe how your project fits the Foundation's grant-making programs and priorities.
- With whom will you collaborate and how?
- What are the regional linkages and scope of the project?
- How does the project promote civic engagement?
- What long-term benefits and systemic solutions will the project create?
- How does the project transcend lines of race and class?
- How does the project leverage additional investment?

RENEWAL REQUESTS

Organizations seeking renewed funding should answer the questions within the context of what has been accomplished with current funding. Your proposal should reflect an understanding of lessons learned and present solid strategies for taking the next logical steps to strengthen, enhance, or expand the project if funding is renewed. Please include an interim progress report, a year-to-date grant expense report, and information about other funding sources obtained for the project.

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Project Application

DIRECTIONS:

- Save this document to your computer.
- Complete the entire form.
- Email the completed form as an attachment to:
Elizabeth Cisar, Director,
Land Protection Program,
Grand Victoria Foundation,
vitallandsillinois@grandvictoriafdn.org.
- Grand Victoria Foundation will confirm receipt via email.
- Eligible organizations with projects that meet minimum requirements will be invited, in writing, to submit a full proposal.

QUESTIONS?

- Review **Frequently Asked Questions**
- Contact Elizabeth Cisar at elizabeth@grandvictoriafdn.org.
- Review the **Sample Project Application**

This initial application is designed to allow Grand Victoria Foundation to make a preliminary determination of whether your organization is eligible and whether your project meets the minimum requirements for funding under Vital Lands Illinois. Eligible organizations with projects that meet the minimum requirements will be invited to submit a full proposal. This application is solely for land acquisition projects (fee simple acquisition or conservation easement). Only projects that permanently protect land are eligible.

Applications are accepted throughout the year. Prior to submitting a Project Application, carefully review the Vital Lands Illinois project guidelines, including eligibility criteria and organizational documentation that will be requested if a full proposal is invited.

Please note that Grand Victoria Foundation believes that partnerships and multiple funding sources help ensure that a project is broadly supported and sustainable over the long term. Therefore, we are unlikely to be the sole funder on a project.

.....
This is an editable PDF. Use your tab key to click through the response fields.

.....
Today's Date:

>

.....
Organizational Information

.....
Applicant Organization Name:

>

Web Address (URL):

>

.....
Full Mailing Address:

>

.....
Name of Primary Contact Person

>

Title

>

.....
Telephone:

>

Email:

>

Date of IRS Ruling:

>

.....
Federal Tax ID Number:

>

.....
Date your organization adopted the revised 2004 Land Trust Alliance Standards and Practices:

>

.....
Brief Description of Organization (please limit to one or two paragraphs):

>

Project Information

Project Name:

>

Estimated Project Budget

Acquisition costs:

\$ >

Staff time:

\$ >

Estimate personnel hours and provide hourly rate:

>

Long-term stewardship costs:

\$ >

Briefly describe method of calculation:

>

Long-term defense costs (conservation easement acquisitions only):

\$ >

Briefly describe method of calculation:

>

Public engagement costs (if sufficient information is available to estimate):

\$ >

What activities will these costs support?

>

Total project costs:

\$ >

Amount of request from Grand Victoria Foundation*:

\$ >

>

Other current or anticipated project support:

\$ >

Describe source, amount, and status:

>

The Property

Where is the property located? Be as precise as you can (include township and county).

A map can be attached to this application:

>

How many acres is the property you wish to acquire?

(Please indicate if this is an estimate.)

>

Is this a fee simple acquisition or a conservation easement?

>

Briefly outline the permanent protection strategy for the property:

>

* This amount can include up to 30% of the long-term stewardship and defense costs.

Describe the current status of the transaction, including an estimate of when it will close. If the transaction is particularly time-sensitive, let us know why and if there are any “drop dead” dates:

Please describe the project’s primary conservation and habitat values, as well as other public benefits it will provide (refer to the Vital Lands Illinois Project Guidelines for definitions and guidance in preparing this description):

>

What is the parcel's status in relation to the Illinois Wildlife Action Plan (IWAP)? Has the parcel been identified as a conservation priority in any other plans? If so, please describe:

>

Does the landowner have past or current relationship to your organization, including any volunteer, staff or board member?

☐ Yes ☐ No

If yes, please describe the relationship:

>

Does anyone associated with your organization have an actual, potential or apparent conflict of interest related to this project? (See LTA Standard 4 for additional guidance and information.)

☐ Yes ☐ No

If yes, please describe the conflict and how your organization is addressing it:

>

If this is a collaborative project, list names of partnering organizations, contact people, and their telephone numbers:

>

GRAND VICTORIA FOUNDATION

230 W. Monroe St., Ste 2530

Chicago, IL 60606

(312) 609-0200

(312) 658-0738 FAX

www.grandvictoriafdn.org

ATTACHMENT 13A

Form **8868**

(Rev. April 2009)

Department of the Treasury
Internal Revenue Service**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 GRAND VICTORIA FOUNDATION	Employer identification number 36-4107162
	Number, street, and room or suite no. If a P O box, see instructions 230 WEST MONROE STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHICAGO, IL 60606	

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

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ► **MARY KAY FRANCEL**

Telephone No ► **312 609-0200**

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 **08/15, 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 \$ NONE
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 \$ NONE
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 \$ NONE

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.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)