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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

EQUITY RESIDENTIAL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

2 N. RIVERSIDE PLAZA

450

City or town, state, and ZIP code

CHICAGO, IL 60606

A Employer identification number

36-4478772

B Telephone number (see page 10 of the instructions)

(312) 474-1300

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) ▶ \$ 3,681,715.

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	125,415.	125,415.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-384,220.			
b Gross sales price for all assets on line 6a	3,515,465.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-258,805.	125,415.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) *	15,794.	15,794.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	2,825.	825.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	25.			25.
24 Total operating and administrative expenses. Add lines 13 through 23	18,644.	16,619.		25.
25 Contributions, gifts, grants paid	89,700.			189,700.
26 Total expenses and disbursements. Add lines 24 and 25	108,344.	16,619.		189,725.
27 Subtract line 26 from line 12	-367,149.			
a Excess of revenue over expenses and disbursements		108,796.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. * ATCH 2 JSA ** ATCH 3

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	277,898.	184,732.	182,732.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) <u>ATCH 5</u>	1,936,471.	1,730,382.	2,055,864.
	c Investments - corporate bonds (attach schedule) <u>ATCH 6</u>	1,579,023.	1,408,109.	1,440,155.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ <u>ATCH 7</u>)	-2,056.	2,964.	2,964.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,791,336.	3,326,187.	3,681,715.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	400,000.	300,000.	
	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)	400,000.	300,000.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,991,336.	2,726,187.	
	25 Temporarily restricted	400,000.	300,000.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	3,391,336.	3,026,187.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,791,336.	3,326,187.		

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	3,391,336.
2 Enter amount from Part I, line 27a	2	-367,149.
3 Other increases not included in line 2 (itemize) ▶ <u>ATTACHMENT 8</u>	3	2,000.
4 Add lines 1, 2, and 3	4	3,026,187.
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	3,026,187.

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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) { If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 } **2** -384,220.

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	210,275.	3,951,689.	0.053211
2007	263,664.	4,514,021.	0.058410
2006	264,521.	4,186,311.	0.063187
2005	250,855.	4,196,079.	0.059783
2004	208,488.	4,087,261.	0.051009

2 Total of line 1, column (d) **2** 0.285600

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** 0.057120

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4** 3,324,752.

5 Multiply line 4 by line 3 **5** 189,910.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 1,088.

7 Add lines 5 and 6 **7** 190,998.

8 Enter qualifying distributions from Part XII, line 4 **8** 189,725.

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.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,176.
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	2,176.
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	2,176.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,023.
b Exempt foreign organizations-tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	4,023.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,847.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 1,847. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address N/A

14 The books are in care of ROBERT GARECHANA Telephone no 312-474-1300

Located at 2 N. RIVERSIDE PLAZA, SUITE 450 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <input type="text"/>		
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 <input type="text"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	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)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT # 9		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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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

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 ----- -----	0.
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	0.

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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	3,057,064.
b	Average of monthly cash balances	1b	318,319.
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	3,375,383.
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	3,375,383.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	50,631.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,324,752.
6	Minimum investment return. Enter 5% of line 5	6	166,238.

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	166,238.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,176.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,176.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	164,062.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	164,062.
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	164,062.

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	189,725.
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	189,725.
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	N/A.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	189,725.

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				164,062.
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				9,547.
b From 2005				47,574.
c From 2006				58,787.
d From 2007				42,529.
e From 2008				14,706.
f Total of lines 3a through e	173,143.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 189,725.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				164,062.
e Remaining amount distributed out of corpus	25,663.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	198,806.			
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)	9,547.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	189,259.			
10 Analysis of line 9				
a Excess from 2005	47,574.			
b Excess from 2006	58,787.			
c Excess from 2007	42,529.			
d Excess from 2008	14,706.			
e Excess from 2009	25,663.			

Form 990-PF (2009)

4942(1)(5)

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a Paid during the year</div> <div>SEE ATTACHMENT # 10</div>				189,700.
Total. ▶ 3a				189,700.
<div>b Approved for future payment</div> <div>ATTACHMENT 9</div>				
Total. ▶ 3b				300,000.

Form **990-PF** (2009)

Enter gross amounts unless otherwise indicated

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

N/A

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)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					2,205.	
		TOTAL SHORT-TERM CAPITAL GAIN / (LOSS) PROPERTY TYPE: SECURITIES				P	VARIOUS 44,122.	VARIOUS
		TOTAL LONG-TERM CAPITAL GAIN / (LOSS) PROPERTY TYPE: SECURITIES				P	VARIOUS -430,547.	VARIOUS
TOTAL GAIN(LOSS)							<u>-384,220.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	7,763.	7,763.
DIVIDEND INCOME	117,652.	117,652.
TOTAL	<u>125,415.</u>	<u>125,415.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NORTHERN TRUST INVESTMENT FEES	15,794.	15,794.
TOTALS	<u>15,794.</u>	<u>15,794.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX EXPENSE	825.	825.
INCOME TAX	2,000.	
TOTALS	<u>2,825.</u>	<u>825.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
STATE FILING FEES	25.
TOTALS	<u>25.</u>

CHARITABLE PURPOSES	25.
	<u>25.</u>

EQUITY RESIDENTIAL FOUNDATION

36-4478772

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMMON STOCK	1,063,758.	700,919.	819,061.
EQUITY FUNDS	782,596.	741,501.	890,288.
REAL ESTATE	90,117.	94,237.	123,049.
COMMODITIES	0.	193,725.	223,466.
TOTALS	<u>1,936,471.</u>	<u>1,730,382.</u>	<u>2,055,864.</u>

EQUITY RESIDENTIAL FOUNDATION
FORM 990-PF
FOR YEAR ENDING 12/31/2009

		(b) Book Value	(c) Fair Market Value
Part II. Balance Sheets			
Line 10b. Investments - corporate stock			
Preferred Stocks			
Total Preferred Stocks		0	0
Preferred Securities			
Total Preferred Securities		0	0
Common Stocks			
265 shares	Abbott Laboratories	10,727	14,307
435 shares	Adobe Sys Inc	16,141	15,999
195 shares	Air Products and Chemicals Inc	16,719	15,807
60 shares	Amazon Com Inc	5,101	8,071
130 shares	Apple Inc	13,618	27,412
240 shares	Chevron Corp	16,779	18,478
1,090 shares	Cisco Sys Inc	18,738	28,095
170 shares	Costco Wholesale Corp	10,402	10,059
215 shares	CVS Caremark Corp	7,493	8,825
265 shares	Danaher Corp	14,238	19,828
365 shares	Emerson Electric Co	15,030	15,549
380 shares	Exxon Mobil Corp	21,837	25,912
205 shares	FPL Group Inc	12,544	10,828
90 shares	Fed Ex Corp	8,096	7,511
505 shares	General Elec Co	12,801	7,641
135 shares	Goldman Sachs Group Inc	15,415	22,783
35 shares	Google Inc	15,386	21,699
415 shares	Hewlett Packard Co	14,707	21,377
195 shares	IBM	20,848	25,526
265 shares	Johnson & Johnson	15,598	17,069
490 shares	Johnson Controls Inc	13,046	13,348
775 shares	JPMorgan Chase & Co	26,124	32,294
325 shares	Kellogg Co	16,206	17,290
155 shares	Kohls Corp	5,769	8,359
240 shares	McKesson Corp	14,674	15,000
355 shares	Medco Health Solutions Inc	10,240	22,688
715 shares	Microsoft Corp	17,568	21,600
150 shares	Mosaic Co	7,684	8,980
230 shares	National Oilwell Varco	8,123	10,141
125 shares	Nike Inc	7,877	8,259
125 shares	Noble Energy Inc	6,438	7,834
305 shares	PepsiCo Inc	17,698	18,544
320 shares	PG&E Corp	14,654	14,288
220 shares	Procter & Gamble Co	11,799	13,339
240 shares	QualComm Inc	10,927	11,102
715 shares	Schwab Charles Corp	9,764	13,458
785 shares	Spectra Energy Corp	13,962	16,100
345 shares	TJX Cos Inc	10,798	12,610
95 shares	Transocean LTD Switzerland	7,336	7,888
300 shares	Travelers Cos Inc	16,143	14,958
145 shares	United Technologies Corp	7,347	10,084
375 shares	United Health Group Inc	11,709	11,430
540 shares	US Bancorp	13,400	12,155
360 shares	Verizon Communications	10,578	11,927
425 shares	Walmart Stores Inc	20,214	22,718
375 shares	Walt Disney Co	10,558	12,094
565 shares	Wells Fargo & Co New	9,899	15,249
265 shares	tt Corp Inc	13,383	13,181
350 shares	Altera Corp	6,133	7,921
295 shares	Cummins Inc	13,274	13,529
190 shares	Sigma-Aldrich Corp	10,161	9,601
230 shares	Suncoir Inc	8,729	8,121
135 shares	BHP Billiton LTD	8,282	10,338
165 shares	Coviden PLC	6,015	7,902
385 shares	ABB LTD	8,282	7,354
325 shares	TEVA Pharmaceutical INDS	13,869	18,259
Total Common Stocks		700,919	819,061
Closed End Funds			
14,978.17 shares	MFB Northern FDS Multi-Mngr Emerging Markets Equity Fd	232,752	305,105
58,639.29 shares	MFB Northern Intl Equity Index Fd	421,333	505,789
4,420.09 shares	MFB Northern Multi-Manager MID	42,419	41,481
4,592.36 shares	MFB Northern Multi-Manager Small Cap	44,897	37,933
Total Closed End Funds		741,501	890,288
Real Estate Funds			
7,425.99 shares	MFB Northern FDS Multi-Mngr Global Real Estate	94,237	123,049
Commodities			
350 shares	MFC SPDR Gold TR	32,176	37,559
10380.9 shares	MFO Credit Suisse Commodity	85,850	89,172
11683.03 shares	MFO PIMCO FDS PAC INVT	75,699	96,735
		193,725	223,466
Total Investments - corporate stock		1,730,382	2,055,864

EQUITY RESIDENTIAL FOUNDATION

36-4478772

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ATTACHMENT 6</u>	
	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
CORPORATE ISSUES	1,579,023.	1,408,109.
TOTALS	<u>1,579,023.</u>	<u>1,440,155.</u>

**EQUITY RESIDENTIAL FOUNDATION
FORM 990-PF
FOR YEAR ENDING 12/31/2009**

<u>(b) Book Value</u>	<u>(c) Fair Market Value</u>
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Part II, Balance Sheets

Line 10c, Investments - corporate bonds

Bonds

Kimberly Clark Corp	50,369	54,321
Mfb Northern Fds Fixed Income Fd	542,709	564,304
Mfb Northern High Yield Fixed Income Fd	345,330	362,678
Mfb Northern Short Intermediate	469,701	458,853
Total Bonds	<u>1,408,109</u>	<u>1,440,155</u>

EQUITY RESIDENTIAL FOUNDATION

36-4478772

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INTEREST RECEIVABLE	-466.	-514.	-514.
DIVIDEND RECIEVABLE	-1,590.	3,478.	3,478.
TOTALS	<u>-2,056.</u>	<u>2,964.</u>	<u>2,964.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
EXCISE TAX	2,000.
TOTAL	<u>2,000.</u>

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 9

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

MERCY HOUSING
1999 BROADWAY, SUITE 1000
DENVER, CO 80202

GENERAL - UNRESTRICTED

300,000

TOTAL CONTRIBUTIONS APPROVED

300,000

Part XV Supplementary Information for Grants and Contributions Paid during the Year or Approved for Future Payment

Line 3 a Paid During the Year

	Recipient Name and Address	If recipient is an individual, show any relationship to any foundation, partner or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
1)	Greater Chicago Food Depository 4100 W. Ann Lurie Place Chicago, IL 60632	N/A	509 (a)(1)	Contribution to support families seeking emergency food	4,200
2)	Grater New York Councils Exploring 350 Fifth Avenue Suite 430 New York, NY 10018	N/A	509 (a)(1)	general - unrestricted	2,500
3)	Chicago Cares, Inc. 300 West Adams Street Suite 300 Chicago, IL 60606	N/A	509 (a)(1)	Contribution for Chicago Cares Serve-a-Ron	10,000
4)	DePaul University 1 East Jackson Blvd Chicago IL 60604	N/A	170 (b)(1)(A)(i)	Contribution to the Real Estate Department of the University	10,000
5)	Robert H. Lurie Comprehensive Cancer Center of Northwestern University 750 N Lake Shore Drive Rubloff Building 9th floor Chicago IL 60611-3078	N/A	509 (a)(1)	general - unrestricted	2,500
6)	Mercy Housing 1909 Broadway Suite 1000 Denver CO 80203	N/A	509 (a)(2)	Contribution to develop affordable homes for those in need	100,000
7)	The Crystalline Research Foundation 18502 Bardwin Avenue Irvine CA 92612 1521	N/A	509 (a)(1)	general - unrestricted	15,000
8)	National Jewish Health 271 Madison Avenue 19th Floor New York, NY 10016	N/A	509 (a)(1)	general - unrestricted	2,500
9)	Food Bank of the Rockies 10700 E 45th Ave Denver CO 80239	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
10)	Food Lifeline 1702 NE 150th Street Shoreline WA 98155-7226	N/A	509 (a)(1)	Contribution to provide low income families with nutritious food	1,000
11)	Over The Rainbow Association 2040 Brown Avenue Evanston IL 60201	N/A	509 (a)(1)	Contribution to support housing for the physically disabled	25,000
12)	America's Second Harvest of Tampa Bay 5300 East Adams Drive Suite G Tampa FL 33619-3208	N/A	509 (a)(1)	Contribution to feeding the hungry	1,000
13)	Oregon Food Bank PO Box 55370 Portland OR 97238-5370	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
14)	North Texas Food Bank 4500 S. Cockrell Hill Road Dallas TX 75236-2028	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
15)	St. Mary's Food Bank 2831 N. 31st Ave Phoenix, AZ 85009	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
16)	Atlanta Community Food Bank 435 Peachtree Street NE Atlanta GA 30385	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
17)	Capital Area Food Bank 845 Taylor Street NE Washington DC 20017-2083	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
18)	Connections for Abused Women and Children 1118 N. Kedzie 5th Floor Chicago IL 60651	N/A	509 (a)(1)	Contribution to provide shelter for women and their children	1,000
19)	Daily Bread Food Bank 1283 NW 155th Drive Miami FL 33169	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
20)	Food Bank for NYC 39 Broadway 10th Floor New York, NY 10006	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
21)	Food Bank of Contra Costa and Solano 4010 Nelson Ave Concord CA 94520	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
22)	Foodshare Inc. 450 Woodland Ave Bloomfield CT 06002	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
23)	The Greater Boston Food Bank 99 Robinson Street Boston MA 02118	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
24)	Second Harvest Food Bank 1734 East 41st Street Los Angeles, CA 90058-1502	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
25)	San Diego Food Bank 9850 Distribution Ave San Diego CA 92121	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
26)	Second Harvest Food Bank of Central Florida 2008 Brandie Ave Orlando FL 32808-5604	N/A	509 (a)(1)	Contribution to support families seeking emergency food	1,000
27)	Tillamook American Lake Gardens Community Services 14918 Washington Ave SW Tacoma WA 98498-2271	N/A	509 (a)(1)	general - unrestricted	1,000

Subtotal

189,700

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

1) List all officers, directors, foundation managers and their compensation

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
Samuel Zell 2 N. Riverside Plaza Chicago, Illinois 60606	Director Less than 1 hour per week	0	0	0
David J. Neithercut 2 N. Riverside Plaza Chicago, Illinois 60606	President Director Less than 1 hour per week	0	0	0
Bruce C. Strohm 2 N. Riverside Plaza Chicago, Illinois 60606	Vice President Secretary Director Less than 1 hour per week	0	0	0
Yasmina Duwe 2 N. Riverside Plaza Chicago, Illinois 60606	Vice President Asst. Secretary Less than 1 hour per week	0	0	0
Marty McKenna 2 N. Riverside Plaza Chicago, Illinois 60606	Vice President Less than 1 hour per week	0	0	0
Robert Garechana 2 N. Riverside Plaza Chicago, Illinois 60606	Treasurer Less than 1 hour per week	0	0	0
Michael Gast 2 N. Riverside Plaza Chicago, Illinois 60606	Vice President Less than 1 hour per week	0	0	0
Michelle La Pelle 2 N. Riverside Plaza Chicago, Illinois 60606	Asst. Secretary Less than 1 hour per week	0	0	0

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box. ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print	Name of Exempt Organization EQUITY RESIDENTIAL FOUNDATION	Employer identification number 36-4478772
File by the extended due date for filing this return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 2 N. RIVERSIDE PLAZA, SUITE 450	For IRS use only
	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)

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

- The books are in the care of **▶ ROBERT GARECHANA**

Telephone No **▶ 312-474-1300**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 is for

- 4 I request an additional 3-month extension of time until **NOVEMBER 15**, 20**10**
- 5 For calendar year **2009**, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.**

8a 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	8a	\$	2,507
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	4,023
c Balance Due. Subtract line 8b from line 8a. 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	8c	\$	0.00

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **▶ TREASURER**Date **▶ 6/23/10**