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Form **990****Return of Organization Exempt From Income Tax**

OMB No 1545-0047

2010**Open to Public Inspection**Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2010 calendar year, or tax year beginning January 1, 2010, and ending December 31, 2010	
B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization McDermott Will & Emery Charitable Foundation Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 227 West Monroe Street City or town, state or country, and ZIP + 4 Chicago, IL 60606-5096 D Employer identification number 36-3172396 E Telephone number 310-551-9373 G Gross receipts \$ H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶
F Name and address of principal officer Douglas Mancino 2049 Century Park East, #3800 Los Angeles, CA 90067-3218	
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	
J Website: ▶	
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶	L Year of formation 1981 M State of legal domicile IL

Part I Summary	
1 Briefly describe the organization's mission or most significant activities. <u>making grants to other non-profit organizations</u>	
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets	
3 Number of voting members of the governing body (Part VI, line 1a)	3 6
4 Number of independent voting members of the governing body (Part VI, line 1b)	4 6
5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5 -0-
6 Total number of volunteers (estimate if necessary)	6 6
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a -0-
b Net unrelated business taxable income from Form 990-T, line 34	7b -0-
8 Contributions and grants (Part VIII, line 1h)	Prior Year Current Year
9 Program service revenue (Part VIII, line 2g)	589,075 355,246
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-0- -0-
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,754 -0-
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	-0- -0-
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	590,829 355,246
14 Benefits paid to or for members (Part IX, column (A), line 4)	758,669 722,185
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	-0- -0-
16a Professional fundraising fees (Part IX, column (A), line 11)	-0- -0-
b Total fundraising expenses (Part IX, column (D), line 25)	-0- -0-
17 Other expenses (Part IX, column (A), lines 12-14 and 16-24)	28 110
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	758,697 722,295
19 Revenue less expenses Subtract line 18 from line 12	-167,868 -367,049
20 Total assets (Part X, line 16)	Beginning of Current Year End of Year
21 Total liabilities (Part X, line 26)	762,120 395,071
22 Net assets or fund balances Subtract line 21 from line 20	-0- -0-
	762,120 395,071

Part II Signature Block	
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.	
Sign Here	Signature of officer <u>Douglas Mancino</u> Date <u>4-25-11</u> Type or print name and title <u>DOUGLAS MANCINO, CHAIR</u>
Paid Preparer Use Only	Print/Type preparer's name Preparer's signature Date Check <input type="checkbox"/> if self-employed PTIN Firm's name ▶ Firm's EIN ▶ Firm's address ▶ Phone no
May the IRS discuss this return with the preparer shown above? (see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

For Paperwork Reduction Act Notice, see the separate instructions

Cat No 11282Y

Form **990** (2010)SCANNED MAY 23 2011
Activities & Governance
Revenue
Expenses
Net Assets or Fund Balancesg17
A

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III ☐

- 1** Briefly describe the organization's mission
to support the efforts and projects of other charitable organizations through the distribution of donations and grants
- 2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O
- 3** Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O
- 4** Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code _____) (Expenses \$ 110 including grants of \$ 722,185) (Revenue \$ 355,246)

4b (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4c (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4d Other program services. (Describe in Schedule O)
(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses **▶** 722,295

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2 Is the organization required to complete Schedule B, Schedule of Contributors? (see instructions)	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	<input type="checkbox"/>	<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX	<input type="checkbox"/>	<input checked="" type="checkbox"/>
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	<input type="checkbox"/>	<input checked="" type="checkbox"/>
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X	<input type="checkbox"/>	<input checked="" type="checkbox"/>
12 a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	<input type="checkbox"/>	<input checked="" type="checkbox"/>
14 a Did the organization maintain an office, employees, or agents outside of the United States?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Parts I and IV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	<input type="checkbox"/>	<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	<input type="checkbox"/>	<input checked="" type="checkbox"/>
20 a Did the organization operate one or more hospitals? If "Yes," complete Schedule H	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes" to line 20a, did the organization attach its audited financial statements to this return? Note. Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)	<input type="checkbox"/>	<input type="checkbox"/>

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	<input checked="" type="checkbox"/>	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		<input checked="" type="checkbox"/>
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		<input checked="" type="checkbox"/>
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		<input checked="" type="checkbox"/>
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		<input checked="" type="checkbox"/>
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		<input checked="" type="checkbox"/>
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		<input checked="" type="checkbox"/>
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		<input checked="" type="checkbox"/>
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		<input checked="" type="checkbox"/>
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		<input checked="" type="checkbox"/>
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>		<input checked="" type="checkbox"/>
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		<input checked="" type="checkbox"/>
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		<input checked="" type="checkbox"/>
28c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		<input checked="" type="checkbox"/>
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		<input checked="" type="checkbox"/>
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		<input checked="" type="checkbox"/>
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		<input checked="" type="checkbox"/>
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		<input checked="" type="checkbox"/>
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		<input checked="" type="checkbox"/>
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>		<input checked="" type="checkbox"/>
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)?		<input checked="" type="checkbox"/>
a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		<input checked="" type="checkbox"/>
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		<input checked="" type="checkbox"/>
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	<input checked="" type="checkbox"/>	

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a 0		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		✓
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 0		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b		
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		✓
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		✓
b If "Yes," enter the name of the foreign country ▶ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		✓
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		✓
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a		✓
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		✓
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		✓
d If "Yes," indicate the number of Forms 8282 filed during the year	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		✓
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		✓
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8		✓
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	9a		✓
b Did the organization make a distribution to a donor, donor advisor, or related person?	9b		✓
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12	10a 0		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b 0		
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders	11a 0		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b 0		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		✓
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a		✓
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b		
c Enter the amount of reserves on hand	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		✓
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI ☒

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	1a 6	
b Enter the number of voting members included in line 1a, above, who are independent	1b 6	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2 ✓	
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	✓
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	✓
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	✓
6 Does the organization have members or stockholders?	6 ✓	
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a ✓	
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b ✓	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a The governing body?	8a ✓	
b Each committee with authority to act on behalf of the governing body?	8b ✓	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	✓

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?	10a	✓
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b	
11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11a ✓	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a Does the organization have a written conflict of interest policy? If "No," go to line 13	12a ✓	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b ✓	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c ✓	
13 Does the organization have a written whistleblower policy?	13 ✓	
14 Does the organization have a written document retention and destruction policy?	14 ✓	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a ✓	
b Other officers or key employees of the organization	15b ✓	
If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	✓
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **IL**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.

☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **► Murray E Heltzer c/o McDermott Will & Emery, LLP 2049 Century Park East, #3800 Los Angeles, CA 90067-3218 310-551-9373**

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☒**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) Douglas Mancino Chairman	1			✓				-0-	-0-	-0-
(2) H. Guy Collier Secretary/Treasurer	0.5			✓				-0-	-0-	-0-
(3) Murray E. Heltzer	3	✓						-0-	-0-	-0-
(4) Latonia Haney Keith	0.5	✓						-0-	-0-	-0-
(5) Peter Sacripanti	0.25	✓						-0-	-0-	-0-
(6) Jeffrey Stone	0.25	✓						-0-	-0-	-0-
(7)										
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										
(15)										
(16)										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
(26)										
(27)										
(28)										
1b Sub-total								-0-	-0-	-0-
c Total from continuation sheets to Part VII, Section A								-0-	-0-	-0-
d Total (add lines 1b and 1c)								-0-	-0-	-0-

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization ▶ -0-

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3	✓
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	✓
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5	✓

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶ -0-

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns	1a	-0-			
	b	Membership dues	1b	-0-			
	c	Fundraising events	1c	-0-			
	d	Related organizations	1d	-0-			
	e	Government grants (contributions)	1e	-0-			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	355,246			
	g	Noncash contributions included in lines 1a-1f \$		-0-			
	h	Total. Add lines 1a-1f		355,246			
Program Service Revenue	Business Code						
	2a						
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		-0-			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		-0-	-0-	-0-	-0-
	4	Income from investment of tax-exempt bond proceeds		-0-	-0-	-0-	-0-
	5	Royalties		-0-	-0-	-0-	-0-
		(i) Real	(ii) Personal				
	6a	Gross Rents					
	b	Less rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss)		-0-	-0-	-0-	-0-
	7a	(i) Securities	(ii) Other				
	b	Less cost or other basis and sales expenses					
	c	Gain or (loss)					
	d	Net gain or (loss)		-0-	-0-	-0-	-0-
	8a	Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18					
	a						
	b	Less direct expenses					
	c	Net income or (loss) from fundraising events		-0-	-0-	-0-	-0-
	9a	Gross income from gaming activities See Part IV, line 19					
	a						
	b	Less direct expenses					
	c	Net income or (loss) from gaming activities		-0-	-0-	-0-	-0-
10a	Gross sales of inventory, less returns and allowances						
a							
b	Less cost of goods sold						
c	Net income or (loss) from sales of inventory		-0-	-0-	-0-	-0-	
Miscellaneous Revenue			Business Code				
11a							
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d		-0-				
12	Total revenue. See instructions		355,246	-0-	-0-	-0-	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	722,185	722,185		
2	Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3	Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees				
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages				
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9	Other employee benefits				
10	Payroll taxes				
11	Fees for services (non-employees).				
a	Management				
b	Legal				
c	Accounting				
d	Lobbying				
e	Professional fundraising services. See Part IV, line 17				
f	Investment management fees				
g	Other				
12	Advertising and promotion				
13	Office expenses				
14	Information technology				
15	Royalties				
16	Occupancy				
17	Travel				
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings				
20	Interest				
21	Payments to affiliates				
22	Depreciation, depletion, and amortization				
23	Insurance				
24	Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)				
a					
b					
c					
d					
e					
f	All other expenses	110	110		
25	Total functional expenses. Add lines 1 through 24f	722,295	722,295	-0-	-0-
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	762,120	1	395,071
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a		
	b Less accumulated depreciation	10b	10c	
	11 Investments—publicly traded securities		11	
	12 Investments—other securities. See Part IV, line 11		12	
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	762,120	16	395,071	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities. Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	-0-	26	-0-
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	762,120	33	395,071	
34 Total liabilities and net assets/fund balances	762,120	34	395,071	

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	355,246
2	Total expenses (must equal Part IX, column (A), line 25)	2	722,295
3	Revenue less expenses Subtract line 2 from line 1	3	-367,049
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	762,120
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-0-
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	395,071

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	✓	
b Were the organization's financial statements audited by an independent accountant?	✓	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	✓	
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		✓
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization

McDermott Will & Emery Charitable Foundation

Employer identification number

36-3172396

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state.
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)
- 9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h
 - a ☐ Type I b ☐ Type II c ☐ Type III—Functionally integrated d ☐ Type III—Other
 - e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
 - f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
 - g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

	Yes	No
11g(i)		
 - (ii) A family member of a person described in (i) above?

	Yes	No
11g(ii)		
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(iii)		
 - h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Cat No 11285F

Schedule A (Form 990 or 990-EZ) 2010

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	789,752	801,317	765,363	590,829	355,246	3,302,507
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	-0-	-0-	-0-	-0-	-0-	-0-
3 The value of services or facilities furnished by a governmental unit to the organization without charge	-0-	-0-	-0-	-0-	-0-	-0-
4 Total. Add lines 1 through 3	789,752	801,317	765,363	590,829	355,246	3,302,507
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						-0-
6 Public support. Subtract line 5 from line 4						3,302,507

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	789,752	801,31	765,363	590,829	355,246	3,302,507
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	-0-	-0-	-0-	1,754	-0-	1,754
9 Net income from unrelated business activities, whether or not the business is regularly carried on	-0-	-0-	-0-	-0-	-0-	-0-
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)	-0-	-0-	-0-	-0-	-0-	-0-
11 Total support. Add lines 7 through 10						3,304,261
12 Gross receipts from related activities, etc. (see instructions)					12	-0-
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f))	14	100 %
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	100 %
16a 33 1/3% support test—2010. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ► <input checked="" type="checkbox"/>		
b 33 1/3% support test—2009. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ► <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ► <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ► <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ► <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.
If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5.						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2010 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests—2010. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 33 1/3% support tests—2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► <input type="checkbox"/>		

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

This image shows a full page of a handwriting practice worksheet. It consists of multiple sets of three horizontal dashed lines, providing a guide for letter height and placement. The lines are evenly spaced across the entire page, which is otherwise blank.

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11, or 12.**
▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No 1545-0047

2010

**Open to Public
Inspection**

Name of the organization

McDermott Will & Emery Charitable Foundation

Employer identification number

36-3172396

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or education) ☐ Preservation of an historically important land area

☐ Protection of natural habitat ☐ Preservation of a certified historic structure

☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$

b Assets included in Form 990, Part X ▶ \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a ☐ Public exhibition

d ☐ Loan or exchange programs

b ☐ Scholarly research

e ☐ Other _____

c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ▶ _____ %

b Permanent endowment ▶ _____ %

c Term endowment ▶ _____ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 12.) ►		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 13.) ►		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ►	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Amount
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ►	

2. FIN 48 (ASC 740) Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	355,246
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	722,295
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-367,049
4	Net unrealized gains (losses) on investments	4	-0-
5	Donated services and use of facilities	5	-0-
6	Investment expenses	6	-0-
7	Prior period adjustments	7	-0-
8	Other (Describe in Part XIV)	8	-0-
9	Total adjustments (net) Add lines 4 through 8	9	-0-
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	10	-367,049

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	355,246
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-0-
b	Donated services and use of facilities	2b	-0-
c	Recoveries of prior year grants	2c	-0-
d	Other (Describe in Part XIV)	2d	-0-
e	Add lines 2a through 2d	2e	-0-
3	Subtract line 2e from line 1	3	355,246
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	-0-
b	Other (Describe in Part XIV)	4b	-0-
c	Add lines 4a and 4b	4c	-0-
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	355,246

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	722,295
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	-0-
b	Prior year adjustments	2b	-0-
c	Other losses	2c	-0-
d	Other (Describe in Part XIV)	2d	-0-
e	Add lines 2a through 2d	2e	-0-
3	Subtract line 2e from line 1	3	722,295
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	-0-
b	Other (Describe in Part XIV)	4b	-0-
c	Add lines 4a and 4b	4c	-0-
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	722,295

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4, Part IV, lines 1b and 2b; Part V, line 4, Part X, line 2, Part XI, line 8, Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

McDermott Will & Emery Charitable Foundation

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to

Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed ☐

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)							
(2)							
SEE ATTACHED SUPPLEMENTAL							
(3) 5 PAGES							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

2 Enter total number of section 501(c)(3) and government organizations

3 Enter total number of other organizations

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat No 50055P

Schedule I (Form 990) (2010)

OMB No 1545-0047

2010

**Open to Public
Inspection**

Employer identification number

36-3172396

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Each request is reviewed by the Chairman and one other Officer before a grant is approved. Adequate documentation is required for each funding request and is maintained in a file.

N & A of Organization	EIN	IRS Sect	Cash Amt	Page 1 of 5
Equal Justice Works 2120 L St, NW #450 Washington DC 20037	52-1469738	501 (C)(3)	\$87,500	
American Jewish Committee 55 East Monroe Street #2930 Chicago, IL 60603	13-5563393	501 (C)(3)	\$30,000	
Human Rights First 100 Maryland Ave NE #500 Washington, DC 20002	13-311664		\$20,000	
Medical Legal Partnership Boston 88 E Newton Street #5 Boston, MA 02118	04-3314093		\$20,000	
The Field Museum 1400 S. Lake Shore Drive Chicago, IL 60605-2496	36-216-7011		\$20,000	
Public Interest Law Initiative 321 N. Clark St 28th Fl Chicago, IL 60654-5313	36-3059660	501 (C)(3)	\$15,072	
Acadia University US Foundation 5505 Connecticut Ave NW Washington DC 20015-2601			\$15,000	
Lawyers Without Borders, Inc 750 Main St, #1500 Hartford, CT 06103		501 (C)(3)	\$15,000	

Public Counsel Law Center	23-7105149	501 (C)(3)	\$15,000	Page 2 of 5
610 S. Ardmore Ave Los Angeles, CA 90005				
Camp Harbor View Foundation c/o Connors Family Office 200 Clarendon St, 60th Fl Boston, MA 02116	75-3235491		\$12,500	
Pro Bono Institute 1025 Connecticut Ave NW #205 Washington DC 20036	52-1991509	501 (C)(3)	\$12,250	
Public Law Center 601 Civic Center Dr West Santa Ana, CA 92701-4002	95-3709253		\$10,600	
Building Goodness Foundation P.O. Box 4325 Charlottesville, VA 22905	54-1956136	501 (C)(3)	\$10,148	
Partners in Health 888 Commonwealth Ave, 3rd Fl Boston, MA 02215	04-3567502	501 (C)(3)	\$10,148	
Children's Law Center 616 H Street, NW Washington, DC 20001	52-1961588	501 (C)(3)	\$10,000	
Children's Law Center of MA 298 Union Street Lynn, MA 01903	04-2622153	501 (C)(3)	\$10,000	
Community Economic Development Law Project 100 N LaSalle Street, #600 Chicago, IL 60602	51-0189264	501 (C)(3)	\$10,000	

Conservation International				\$10,000	Page 3 of 5
2011 Crystal Drive, #500					
Arlington, VA 22202					
Immigration Equality	13-3802711			\$10,000	
40 Exchange Place #1705					
N.Y. N.Y. 10005					
Kidney Trust c/o DaVita, Inc	20-4941189			\$10,000	
1551 Wewatta Street					
Denver, CO 80202					
Lawyers for the Creative Arts	23-7310602	501 (C)(3)		\$10,000	
213 W Institute Plaza #403					
Chicago, IL 60610-3194					
Legal Aid Foundation of Los Angeles	95-1684067	501 (C)(3)		\$10,000	
1102 Crenshaw Blvd					
Los Angeles, CA 90019-3111					
Legal Assistance Foundation of Metropolitan Chicago	36-2754650	501 (C)(3)		\$10,000	
111 W Jackson Blvd., #300					
Chicago, IL 60604					
St. Vincent's Services	11-1631823	501 (C)(3)		\$10,000	
60 Boerum Place					
Brooklyn, NY 11201					
Advocates for Children	11-2247307	501 (C)(3)		\$8,500	
151 W 30th ST 5th Fl					
NY NY 10001					
Chicago Bar Foundation	36-6109584	501 (C)(3)		\$7,500	
321 S. Plymouth Court, #3B					
Chicago, IL 60606					

DC Bar Pro Bono Program	52-0959717	501 (C)(3)	\$7,500	Page 4 of 5
1101 K Street NW #200				
Washington DC 20005-4210				
Equip for Equality	36-3361312	501 (C)(3)	\$7,500	
20 N Michigan Ave , #300				
Chicago, IL 60602				
National Immigrant Justice Center	36-1877640	501 (C)(3)	\$7,500	
208 S LaSalle ST #1818				
Chicago, IL 60604				
Legal Aid Society of San Mateo County	94-1451894	501 (C)(3)	\$6,100	
521 E 5th Ave ,				
San Mateo, CA 94402				
Bet Tzedek	23-7304205	501 (C)(3)	\$6,000	
145 S. Fairfax Ave #200				
Los Angeles, CA 90036-2172				
Hackensack University Medical Center	22-1487576		\$6,000	
30 Prospect Avenue				
Hackensack, NJ 07601				
Human Rights Watch	13-2875808	501 (C)(3)	\$6,000	
325 W. Huron St, #304				
Chicago, IL 60654				
Ladder UP	36-4070692	501 (C)(3)	\$6,000	
233 S Wacker Drive #9100				
Chicago, IL 60606-6332				
Light up the Night c/o Albany Med Ctr Foundation	14-6023119	501 (C)(3)	\$6,000	
43 New Scotland Ave				
Albany, N Y 12208-3478				

Office Depot Foundation	65-0596803	501 (C)(3)	\$6,000	Page 5 of 5
6600 N Military Trail				
Boca Raton, FL 33496				
Rogerson Communities	04-2104319	501 (C)(3)	\$6,000	
One Florence Street				
Boston, MA 02131				

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2010

**Open to Public
Inspection**

Name of the organization

McDermott Will & Emery Charitable Foundation

Employer identification number

36-3172396

Copies of Form 990 are distributed to all Directors.

Chairman reviews with preparer complete Federal return

All policies are reviewed on a regular basis with the Directors to ensure compliance with existing policies.

No Director or Officer is compensated by this entity.

<u>Organization</u>	<u>Amount</u>
Acadia University US Foundation Nova Scotia	\$15,000.00
ADL	\$3,000.00
Advocates for Children	\$8,500.00
AIDS Council of Chicago	\$2,500.00
AIDS Walk Washington	\$2,000.00
Alliance for Children's Rights	\$5,000.00
American Cancer Society	\$500.00
American Heart Association	\$3,334.00
American Jewish Committee	\$30,000.00
Appleseed	\$3,000.00
Asian Pacific American Legal Center	\$1,500.00
Atlantic Legal Foundation	\$1,125.00
Beaumont Foundation	\$2,250.00
Bet Tzedek	\$6,000.00
Big Brothers Big Sisters of San Diego County	\$900.00
Boy Scouts of America	\$2,000.00
Brookfield US Foundation	\$3,000.00
Building Goodness Foundation	\$10,148.00
Cabrini Green Legal Aid	\$2,500.00
Camp Harbor View Foundation	\$12,500.00
Capital Area Immigrants' Rights CAIR	\$5,000.00
Casa Cornelia	\$5,000.00
CASA of Cook County	\$1,500.00
CDH Foundation	\$2,250.00
Chicago Bar Foundation	\$7,500.00
Chicago Legal Clinic	\$2,500.00
Chicago Volunteer Legal Services	\$1,500.00
Children's Cardiomyopathy Foundation	\$675.00
Children's Law Center	\$10,000.00
Children's Law Center of Massachusetts	\$10,000.00
City of Hope	\$750.00
Clinton Foundation Haiti Relief Fund	\$1,500.00
CLSEPA	\$1,300.00
Community Economic Development Law Project	\$10,000.00
Conservation International	\$10,000.00
Crossroads for Kids	\$2,000.00
DC Access to Justice Commission (replc #2070 lost)	\$5,000.00
DC Bar Foundation	\$5,000.00
DC Bar Pro Bono Program	\$7,500.00
DV Leap	\$1,500.00
Equal Justice Works	\$87,500.00
Equality Illinois	\$1,500.00
Equip for Equality	\$7,500.00
Equip for Equality	\$3,500.00
Family Defense Center	\$2,500.00
First Book	\$1,110.00
Foundation of Mass Eye & Ear Inc	\$3,000.00

<u>Organization</u>	<u>Amount</u>
Fristers	\$500.00
Fundaction Las Rosas	\$5,000 00
Grand Street Settlement	\$3,000.00
Greater Boston Legal Services	\$1,500 00
Greater Chicago Food Depository	\$3,000.00
Hackensack University Medical Center	\$6,000 00
Halifax Health Foundation	\$3,000 00
HCC Auxiliary at NBG	\$750 00
Hogar de Cristo, USA	\$5,000 00
Hope House	\$2,000 00
Howard Brown Health Center	\$1,000.00
Hubbard Street Chicago	\$3,000 00
Human Rights First	\$20,000.00
Human Rights Watch	\$6,000 00
Illinois Legal Aid Online	\$1,000.00
Immigration Equality	\$10,000.00
inMotion	\$5,000.00
International Justice Mission	\$1,500.00
James B Moran Center for Youth Advocacy	\$1,000.00
Kidney Trust	\$10,000.00
La Rabida Children's Hospital	\$1,500 00
Ladder Up	\$6,000 00
Lambda Legal	\$5,000.00
Lambda Legal	\$1,000.00
Lawyers Alliance for New York	\$5,000.00
Lawyers for Children America	\$1,000.00
Lawyers for the Creative Arts	\$10,000.00
Lawyers Without Borders	\$15,000 00
Legal Aid Foundation of Los Angeles	\$10,000 00
Legal Aid Society of DC	\$5,000.00
Legal Aid Society of San Mateo County	\$6,100 00
Legal Assistance Foundation of Metropolitan Chicago	\$10,000.00
Legal Services for Children	\$2,500.00
Legal Services NYC	\$500 00
Legal Services of Greater Miami, Inc.	\$5,000.00
Light Up The Night	\$6,000 00
Lighthouse International	\$1,125 00
Mary's Purse	\$2,000 00
Massachueetts Eye & Ear Infrimary	\$3,000 00
Massachusetts Appleseed	\$2,000 00
Medical Legal Partnership Boston	\$20,000.00
Memorial Foundation	\$1,125.00
Miami-Dade Cnty Legal Aid Society	\$1,000.00
Michael-Ann Russell Jewish Community Center	\$1,500.00
Milford Regional Medical Center	\$3,000.00
Miocean Foundation	\$3,000 00

<u>Organization</u>	<u>Amount</u>
National Immigrant Justice Center	\$7,500.00
NCH Healthcare Foundation	\$1,107.50
Northeast Health Foundation	\$1,500.00
Office Depot Foundation	\$6,000.00
Partners In Health	\$10,148.00
Pine Street Inn	\$1,500.00
Pro Bono Institute	\$12,250.00
Pro Bono Net	\$5,000.00
Pro Bono Partnership	\$10,000.00
Public Counsel Law Center	\$15,000.00
Public Interest Law Initiative	\$15,072.25
Public Law Center	\$10,600.00
Rainbow Center	\$1,000.00
Ravinia Festival	\$3,000.00
Redlands Community Hospital Foundation	\$750 00
Resurrection Development Foundation	\$5,000.00
Rogerson Communities	\$6,000 00
Sacred Heart-Haiti Earthquake	\$5,000 00
Sikh Coalition	\$3,500.00
Somerset Hills Learning Institute	\$1,875.00
St Joseph's Regional Medical Center Foundation	\$3,000.00
St Luke's Childre's Hospital	\$875.00
St. Vincent's Services	\$10,000.00
Street Law Inc	\$3,000.00
The American Ireland Fund	\$3,175 00
The Detroit Institute for Children	\$750 00
The Door	\$5,000.00
The Field Museum (4th of 5 payments)	\$20,000.00
The Public Interest Clearinghouse	\$2,500.00
UCAN	\$500.00
Urban Justice Center	\$3,750.00
Washington Council of Lawyers	\$1,000.00
Washington Lawyers' Committee	\$5,000 00
Washington Legal Clinic	\$5,000.00
Whitman-Walker Clinic	\$5,000 00
WITS (Working in the Schools)	\$2,500.00
Zina Garrison Academy	\$1,875.00
TOTAL CONTRIBUTIONS	<hr/> \$722,169.75
Illinois Charity Bureau Fund	\$15.00
Misc rtn cks fee, ck prnt etc	\$110.40
TOTAL DISBURSEMENTS	<hr/> \$722,295.15

McDermott Will & Emery Charitable Foundation

Financial Statements — Cash Basis as of
and for the Years Ended December 31, 2010
and 2009, Supplemental Schedule for the
Year Ended December 31, 2010, and
Independent Auditors' Report

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
McDermott Will & Emery Charitable Foundation

We have audited the accompanying statements of assets and net assets — cash basis of the McDermott Will & Emery Charitable Foundation (the "Foundation") as of December 31, 2010 and 2009, and the related statements of revenue, expenses, and changes in net assets — cash basis for the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 2 to the financial statements, these financial statements are prepared on the cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

In our opinion, such financial statements present fairly, in all material respects, the assets and net assets of the Foundation as of December 31, 2010 and 2009, and its revenue, expenses, and changes in net assets for the years then ended on the basis of accounting discussed in Note 2 to the financial statements.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule on pages 7–10 is presented for the purpose of additional analysis and is not a required part of the basic financial statements. This schedule is the responsibility of the Foundation's management. Such schedule has been subjected to the auditing procedures applied in our audits of the basic 2010 financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the basic 2010 financial statements taken as a whole.

Deloitte & Touche LLP

April 28, 2011

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

STATEMENTS OF ASSETS AND NET ASSETS — CASH BASIS AS OF DECEMBER 31, 2010 AND 2009

	2010	2009
ASSETS — Cash	<u>\$ 395,070</u>	<u>\$ 762,120</u>
NET ASSETS	<u>\$ 395,070</u>	<u>\$ 762,120</u>

See notes to financial statements — cash basis

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

STATEMENTS OF REVENUE, EXPENSES, AND CHANGES IN NET ASSETS — CASH BASIS FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	2010	2009
REVENUE		
Contributions	\$ 597,663	\$ 777,872
Interest income		1,754
Less amounts designated to other organizations by donors	<u>(242,418)</u>	<u>(188,797)</u>
Total revenue	355,245	590,829
EXPENSES — Donations and Grants	<u>(722,295)</u>	<u>(758,697)</u>
DECREASE IN NET ASSETS	(367,050)	(167,868)
NET ASSETS:		
Beginning of year	<u>762,120</u>	<u>929,988</u>
End of year	<u>\$ 395,070</u>	<u>\$ 762,120</u>

See notes to financial statements — cash basis.

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

NOTES TO FINANCIAL STATEMENTS — CASH BASIS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

1. NATURE OF ORGANIZATION AND ACTIVITIES

The McDermott Will & Emery Charitable Foundation (the "Foundation") is a nonprofit organization that receives all of its funding from approximately 260 domestic capital partners of the international law firm partnership of McDermott Will & Emery LLP (the "Firm"), its employees, as well as the Firm. The Foundation's purpose is to support the efforts and projects solely of other charitable organizations through the disbursement of donations and grants. The capital partners make recommendations and the Foundation's management ultimately decides which charitable organizations receive funding.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Method of Reporting — The Foundation's financial statements are prepared using the cash basis of accounting. Under this method of accounting, revenue is recognized when received in cash rather than when earned, and expenditures and grants are recognized when paid rather than when the obligations are incurred, which differs from the accrual basis of accounting, which is required under accounting principles generally accepted in the United States of America.

Amounts Designated to Other Organizations by Donors — Contributions designated by donors for use by specific beneficiaries are presented on the statements of revenue, expenses, and changes in net assets — cash basis as a contra revenue account in the same period the contribution revenue is recorded.

Subsequent Events — Accounting Standard Codification (ASC) 855, *Subsequent Events* establishes general standards of accounting for and disclosure of events that occur after the balance sheet date but before the financials are issued or available to be issued. It requires the disclosure of the date through which an entity has evaluated subsequent events and the basis for that date. For the year ended December 31, 2010, the Foundation has evaluated all subsequent events through April 28, 2011, which is the date the financial statements were available to be issued.

3. EXPENSES PAID BY RELATED PARTY

Certain administrative expenses related to the Foundation, including postage and audit fees, are absorbed by the Firm and are not reflected in the Foundation's financial statements. Costs absorbed by the Firm on behalf of the Foundation approximated \$20,000 (unaudited) for each of the years ended December 31, 2010 and 2009.

4. CONCENTRATION OF CREDIT RISK

There is a concentration of credit risk arising from cash balances in excess of the Federal Deposit Insurance Corporation's insured limit of \$250,000 for each of the years ended December 31, 2010 and 2009. There is a potential risk of loss of funds in excess of the insurance limit.

5. INCOME TAXES

The Foundation has been granted exemption from income tax under Section 501(c)(3) of the Internal Revenue Code. The Foundation is a private foundation and had no significant income which is subject to unrelated business income tax.

6. COMMITMENTS

The Foundation has committed to provide future support of certain charitable causes with terms in excess of one year. Future payments under these obligations are as follows:

**Years Ending
December 31**

2011	\$ 35,000
2012	<u>15,000</u>
Total	<u>\$ 50,000</u>

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SUPPLEMENTAL SCHEDULE

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

SCHEDULE OF EXPENSES — DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2010

Organization	Amount
Acadia University US Foundation — Nova Scotia	\$ 15,000
Advocates for Children	8,500
AIDS Legal Council of Chicago	2,500
AIDS Walk Washington	2,000
Alliance for Children's Rights	5,000
American Cancer Society	500
American Heart Association	3,334
American Jewish Committee	30,000
Anti-Defamation League	3,000
Appleseed	3,000
Asian Pacific American Legal Center	1,500
Atlantic Legal Foundation	1,125
Beaumont Foundation	2,250
Bet Tzedek	6,000
Big Brothers Big Sisters of San Diego County	900
Boy Scouts of America	2,000
Brookfield US Foundation	3,000
Building Goodness Foundation	10,148
Cabrini Green Legal Aid	2,500
Camp Harbor View Foundation	12,500
Capital Area Immigrants' Rights Coalition	5,000
Casa Cornelia	5,000
Central Dupage Health Foundation	2,250
Chicago Bar Foundation	7,500
Chicago Legal Clinic	2,500
Chicago Volunteer Legal Services	1,500
Children's Cardiomyopathy Foundation	675
Children's Law Center	10,000
Children's Law Center of Massachusetts	10,000
City of Hope	750
Clinton Foundation Haiti Relief Fund	1,500
Community Economic Development Law Project	10,000
Community Legal Services of East Palo Alto	1,300
Conservation International	10,000
Court Appointed Special Advocates	1,500
Crossroads for Kids	2,000
D C Access to Justice Commission	5,000
D C Bar Foundation	5,000
D C Bar Pro Bono Program	7,500
Domestic Violence Legal Empowerment and Appeals Project	1,500

(Continued)

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

SCHEDULE OF EXPENSES — DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2010

Organization	Amount
Equal Justice Works	\$ 87,500
Equality Illinois	1,500
Equip for Equality	11,000
Family Defense Center	2,500
First Book	1,110
Frusters	500
Fundaaction Las Rosas	5,000
Grand Street Settlement	3,000
Greater Boston Legal Services	1,500
Greater Chicago Food Depository	3,000
Hackensack University Medical Center	6,000
Halifax Health Foundation	3,000
Hogar de Cristo, USA	5,000
Hope House	2,000
Hospital of Central Connecticut Auxiliary at New Britain General	750
Howard Brown Health Center	1,000
Hubbard Street Chicago	3,000
Human Rights First	20,000
Human Rights Watch	6,000
Illinois Legal Aid Online	1,000
Immigration Equality	10,000
inMotion	5,000
International Justice Mission	1,500
James B Moran Center for Youth Advocacy	1,000
Kidney TRUST	10,000
La Rabida Children's Hospital	1,500
Ladder Up	6,000
Lambda Legal	6,000
Lawyers Alliance for New York	5,000
Lawyers for Children America	1,000
Lawyers for the Creative Arts	10,000
Lawyers Without Borders	15,000
Legal Aid Foundation of Los Angeles	10,000
Legal Aid Society of D C	5,000
Legal Aid Society of San Mateo County	6,100
Legal Assistance Foundation of Metropolitan Chicago	10,000
Legal Services for Children	2,500
Legal Services NYC	500
Legal Services of Greater Miami, Inc	5,000
Light Up The Night	6,000

(Continued)

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

SCHEDULE OF EXPENSES — DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2010

Organization	Amount
Lighthouse International	\$ 1,125
Mary's Purse	2,000
Massachusetts Eye & Ear Infirmary	6,000
Massachusetts Appleseed	2,000
Medical Legal Partnership Boston	20,000
Memorial Foundation	1,125
Miami-Dade Cnty Legal Aid Society	1,000
Michael-Ann Russell Jewish Community Center	1,500
Milford Regional Medical Center	3,000
Miocean Foundation	3,000
National Immigrant Justice Center	7,500
Naples Community Hospital Healthcare Foundation	1,108
Northeast Health Foundation	1,500
Office Depot Foundation	6,000
Partners In Health	10,148
Pine Street Inn	1,500
Pro Bono Institute	12,250
Pro Bono Net	5,000
Pro Bono Partnership	10,000
Public Counsel Law Center	15,000
Public Interest Law Initiative	10,000
Public Interest Law Institute	5,072
Public Law Center	10,600
Rambow Center	1,000
Ravinia Festival	3,000
Redlands Community Hospital Foundation	750
Resurrection Development Foundation	5,000
Rogerson Communities	6,000
Sacred Heart-Haiti Earthquake	5,000
Sikh Coalition	3,500
Somerset Hills Learning Institute	1,875
St Joseph's Regional Medical Center Foundation	3,000
St Luke's Children's Hospital	875
St Vincent's Services	10,000
Street Law, Inc	3,000
The American Ireland Fund	3,175
The Detroit Institute for Children	750
The Door	5,000
The Field Museum	20,000

(Continued)

MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

SCHEDULE OF EXPENSES — DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2010

Organization	Amount
The Public Interest Clearinghouse	\$ 2,500
UCAN	500
Urban Justice Center	3,750
Washington Council of Lawyers	1,000
Washington Lawyers' Committee	5,000
Washington Legal Clinic	5,000
Whitman-Walker Clinic	5,000
Working in the Schools	2,500
Zina Garrison Academy	1,875
Other expenses	<u>125</u>
TOTAL EXPENSES — Donations and Grants	<u>\$ 722,295</u>

(Concluded)