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

2010

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, 2010, and ending

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

CARNEY FAMILY FOUNDATION  
10 SOUTH RIVERSIDE PLAZA #1470  
CHICAGO, IL 60606

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, column (c), line 16) J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

► \$ 905,036. (Part I, column (d) must be on cash basis)

A	Employer identification number
	36-4346222
B	Telephone number (see the instructions)
	312 930-9480
C	If exemption application is pending, check here ► <input type="checkbox"/>
D	1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
F	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	84,050.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	13,756.	13,756.	13,756.	
	5a Gross rents b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	22,896.			
	7 Capital gain net income (from Part IV, line 2)		22,896.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	SEE STATEMENT 1	-5,498.			
	12 Total. Add lines 1 through 11	115,204.	36,652.	13,756.	
	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) b Accounting fees (attach sch) SEE ST 2 c Other prof fees (attach sch)	7,972.	7,972.		
	17 Interest	483.	483.		
	18 Taxes (attach schedule) SEE STM 3	611.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	40.			40.
	24 Total operating and administrative expenses (Add lines 13 through 23)	9,106.	8,455.		40.
	25 Contributions, gifts, grants paid PART XV	53,172.			53,172.
	26 Total expenses and disbursements. Add lines 24 and 25	62,278.	8,455.	0.	53,212.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)				
		52,926.	28,197.	13,756.	

C-18-20  
25

## Part II Balance Sheets

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

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	18,188.	3,316.	3,315.
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	15,940.	12,588.	529,343.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	STATEMENT 5		372,378.
	14	Land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe	)		
	16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	34,128.	15,904.	905,036.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe	)		
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET FUNDED ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			<input type="checkbox"/>	
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			<input checked="" type="checkbox"/>	
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	34,128.	15,904.	
	30	Total net assets or fund balances (see the instructions)	34,128.	15,904.	
	31	Total liabilities and net assets/fund balances (see the instructions)	34,128.	15,904.	

### **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	34,128.
2	Enter amount from Part I, line 27a	2	52,926.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	87,054.
5	Decreases not included in line 2 (itemize) ► <u>SEE STATEMENT 6</u>	5	71,150.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	15,904.

**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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1.a KINDER MORGAN K-1 DISTRIBUTNS OVER BASIS			P	VARIOUS	12/31/10
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	22,896.			22,896.	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a				22,896.	
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	22,896.
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 the instructions) If (loss), enter -0- in Part I, line 8				3	0.

**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 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 (column (b) divided by column (c))
2009	82,055.	715,169.	0.114735
2008	170,477.	927,752.	0.183753
2007	89,720.	1,066,479.	0.084127
2006	111,775.	877,025.	0.127448
2005	156,298.	881,124.	0.177385

2 Total of line 1, column (d)

2 0.687448

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 0.137490

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 825,125.

5 Multiply line 4 by line 3

5 113,446.

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

6 282.

7 Add lines 5 and 6

7 113,728.

8 Enter qualifying distributions from Part XII, line 4

8 53,212.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
b Date of ruling or determination letter. _____ (attach copy of letter if necessary – see instr.)	1 564.
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	2 0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)	3 564.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.
3 Add lines 1 and 2	5 564.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6 Credits/Payments:	
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a 650.
b Exempt foreign organizations – tax withheld at source	6b
c Tax paid with application for extension of time to file (Form 8868)	6c
d Backup withholding erroneously withheld	6d
7 Total credits and payments. Add lines 6a through 6d	7 650.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 86.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ► 86.   Refunded ► 11 0.	11 0.

**Part VII-A Statements Regarding Activities**

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1b	X	

c Did the foundation file Form 1120-POL for this year?

1c	X	

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ 0.	(2) On foundation managers ► \$ 0.	

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2	X	

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

3	X	

If 'Yes,' attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

4a	X	

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b	N/A	

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

5	X	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

6	X	

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

7	X	

• By language in the governing instrument, or

8b	X	

• 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?

9	X	

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

10	X	

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► \_\_\_\_\_

IL

8b	X	

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

9	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

10	X	

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

**Part VII-A Statements Regarding Activities (Continued)**

11		X
12		X
13	X	
14	PETER R. CARNEY	Telephone no 312 930-9480
	Located at 10 S RIVERSIDE PLAZA, 1470, 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	
16	15	N/A
16	Yes	No
	X	
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►		

**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 the instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ►		
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► 20__, 20__, 20__, 20__.		
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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20__, 20__, 20__, 20__		
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 2010 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 2010)	3b	N/A
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 2010?	4b	X

**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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5b If any answer is 'Yes' to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	N/A
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>			
6a 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? If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		N/A	
6b Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If 'Yes' to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7a	
			7b	

**Part VIII] Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see 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
PETER R. CARNEY 10 S RIVERSIDE PLAZA, #1470 CHICAGO, IL 60606	PRES/TREAS 0	0.	0.	0.
MARINA G. CARNEY 10 S RIVERSIDE PLAZA, #1470 CHICAGO, IL 60606	VP/SEC 0	0.	0.	0.
EDWARD O. CARNEY 10 S RIVERSIDE PLAZA, #1470 CHICAGO, IL 60606	DIRECTOR 0	0.	0.	0.
-----				

**2 Compensation of five highest-paid employees (other than those included on line 1— see 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				0

**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 instructions). If none, enter 'NONE.'

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

**Total number of others receiving over \$50,000 for professional services**

0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
<b>Total.</b> Add lines 1 through 3		► 0.

All other program-related investments. See instructions.

3

### Total: Add lines 1 through 3

---

Form 990-PF (2010)

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

1' Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:  
 a Average monthly fair market value of securities

1a	819,127.
1b	18,563.
1c	
1d	837,690.

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and 1c  
 (attach detailed explanation)

1e 0.

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3  
 (for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

2	0.
3	837,690.
4	12,565.
5	825,125.
6	41,256.

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

1 Minimum investment return from Part X, line 6

1	41,256.
---	---------

2a Tax on investment income for 2010 from Part VI, line 5

2a 564.

2a	564.
----	------

b Income tax for 2010 (This does not include the tax from Part VI.)

2b	
----	--

c Add lines 2a and 2b

2c	564.
----	------

3 Distributable amount before adjustments. Subtract line 2c from line 1

3	40,692.
---	---------

4 Recoveries of amounts treated as qualifying distributions

4	
---	--

5 Add lines 3 and 4

5	40,692.
---	---------

6 Deduction from distributable amount (see instructions)

6	
---	--

7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1

7	40,692.
---	---------

**Part XII** **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes

1a	53,212.
----	---------

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b	
----	--

b Program-related investments – total from Part IX-B

2	
---	--

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3	
---	--

3 Amounts set aside for specific charitable projects that satisfy the:

3a	
----	--

a Suitability test (prior IRS approval required)

3b	
----	--

b Cash distribution test (attach the required schedule)

4	53,212.
---	---------

4 **Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

5	
---	--

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income

6	53,212.
---	---------

Enter 1% of Part I, line 27b (see instructions)

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

**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 instructions)**

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				40,692.
2 Undistributed income, if any, as of the end of 2010.			0.	
a Enter amount for 2009 only		0.		
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005	115,274.			
b From 2006	69,096.			
c From 2007	37,493.			
d From 2008	126,451.			
e From 2009	47,507.			
f Total of lines 3a through e	395,821.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 53,212.			0.	
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount			40,692.	
e Remaining amount distributed out of corpus	12,520.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.		0.	
6 Enter the net total of each column as indicated below:	408,341.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	115,274.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	293,067.			
10 Analysis of line 9:				
a Excess from 2006	69,096.			
b Excess from 2007	37,493.			
c Excess from 2008	126,451.			
d Excess from 2009	47,507.			
e Excess from 2010	12,520.			

BAA

Form 990-PF (2010)

**Part XIV. Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling				
1 b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or			4942(j)(5)
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
2 b 85% of line 2a				
2 c Qualifying distributions from Part XII, line 4 for each year listed				
2 d Amounts included in line 2c not used directly for active conduct of exempt activities				
2 e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
3 a 'Assets' alternative test – enter:				
3 (1) Value of all assets				
3 (2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
3 b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
3 c 'Support' alternative test – enter:				
3 (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
3 (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				
3 (3) Largest amount of support from an exempt organization				
3 (4) Gross investment income				

**Part XV. Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

PETER R. CARNEY

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

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE STATEMENT 7				
<b>Total</b>				► 3a 53,172.
<i>b Approved for future payment</i>				
<b>Total</b>				► 3b

## Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a KINDER MORGAN E PTNRS K-1					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					31,154.
13 Total. Add line 12, columns (b), (d), and (e)					13 31,154.
(See worksheet in line 13 instructions to verify calculations.)					

**Part XVI-B: Relationship of Activities to the Accomplishment of Exempt Purposes**

**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a** Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

**b Other transactions.**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

	Yes	No
1 a (1)	X	
1 a (2)	X	
1 b (1)	X	
1 b (2)	X	
1 b (3)	X	
1 b (4)	X	
1 b (5)	X	
1 b (6)	X	
1 c	X	

**d** If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

<b>(a) Line no.</b>	<b>(b) Amount involved</b>	<b>(c) Name of noncharitable exempt organization</b>	<b>(d) Description of transfers, transactions, and sharing arrangements</b>
N/A			

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If 'Yes,' complete the following schedule.

<b>(a) Name of organization</b>	<b>(b) Type of organization</b>	<b>(c) Description of relationship</b>
N/A		

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 taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

**Sign  
Here**

*John G. Cannon*

5/20/11

PRESIDENT

Date

Title

Signature of officer or trustee		Date	Title
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date
	R. CRAIG LOFGREN, CPA	R. CRAIG LOFGREN, CPA	5/20/11
	Check if <input type="checkbox"/> if self-employed		PTIN N/A
Firm's name	► CARNEY MANAGEMENT LLC		Firm's EIN ► N/A
Firm's address	► 10 S RIVERSIDE PLZ STE 1470		Phone no (312) 930-9480
CHICAGO, IL 60606			

**BAA**

**Form 990-PF (2010)**

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

OMB No 1545-0047

**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF

**2010**

Name of the organization <b>CARNEY FAMILY FOUNDATION</b>	Employer identification number <b>36-4346222</b>
<b>Organization type (check one)</b>	
Form 990 or 990-EZ	<b>Section:</b> <input type="checkbox"/> 501(c)(_____) (enter number) organization <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation <input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation <input type="checkbox"/> 501(c)(3) taxable private foundation

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

► \$ \_\_\_\_\_

**Caution:** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990,  
990EZ, or 990-PF.****Schedule B** (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

CARNEY FAMILY FOUNDATION

Employer identification number

36-4346222

**Part I** **Contributors** (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PETER R. CARNEY 10 SOUTH RIVERSIDE PLAZA #1470 CHICAGO, IL 60606	\$ 82,550	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <span data-bbox="1255 466 1532 508">(Complete Part II if there is a noncash contribution)</span>
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <span data-bbox="1255 740 1532 782">(Complete Part II if there is a noncash contribution)</span>
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <span data-bbox="1255 1025 1532 1067">(Complete Part II if there is a noncash contribution)</span>
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <span data-bbox="1255 1310 1532 1352">(Complete Part II if there is a noncash contribution.)</span>
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <span data-bbox="1255 1616 1532 1658">(Complete Part II if there is a noncash contribution)</span>
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <span data-bbox="1255 1901 1532 1943">(Complete Part II if there is a noncash contribution)</span>

Name of organization

CARNEY FAMILY FOUNDATION

Employer identification number

36-4346222

**Part II Noncash Property (see instructions)**

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2000 SHARES OF BP STOCK - SYMBOL BP	\$ 72,550.	7/15/10
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

**Name of organization**

**Employer identification number**

CARNEY FAMILY FOUNDATION

36-4346222

**Part III** *Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.* Complete cols (a) through (e) and the following line entry

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.)

► \$ N/A

N/A

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Type or print	Name of exempt organization <b>CARNEY FAMILY FOUNDATION</b>	Employer identification number <b>36-4346222</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P O box, see instructions. <b>10 SOUTH RIVERSIDE PLAZA #1470</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>CHICAGO, IL 60606</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► PETER R. CARNEY

Telephone No. ► 312 930-9480

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- calendar year 20 10 or
- tax year beginning \_\_\_\_\_, 20 \_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ <b>564.</b>
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	3b \$ <b>650.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$ <b>0.</b>

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

BAA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2011)

2010

## FEDERAL STATEMENTS

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36-4346222

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 11**  
**OTHER INCOME**

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN E PTNRS K-1	\$ -5,498.		
TOTAL	\$ <u><u>-5,498.</u></u>	\$ <u><u>0.</u></u>	\$ <u><u>0.</u></u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	\$ 7,972.	\$ 7,972.		
TOTAL	\$ <u><u>7,972.</u></u>	\$ <u><u>7,972.</u></u>	\$ <u><u>0.</u></u>	\$ <u><u>0.</u></u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 611.			
TOTAL	\$ <u><u>611.</u></u>	\$ <u><u>0.</u></u>	\$ <u><u>0.</u></u>	\$ <u><u>0.</u></u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES	\$ 40.			
TOTAL	\$ <u><u>40.</u></u>	\$ <u><u>0.</u></u>	\$ <u><u>0.</u></u>	\$ <u><u>40.</u></u>

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## FEDERAL STATEMENTS

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CARNEY FAMILY FOUNDATION

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**STATEMENT 5**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

<u>OTHER PUBLICLY TRADED SECURITIES</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
KINDER MORGAN ENERGY 5300 SHS	COST	\$ 0.	\$ 372,378.
	TOTAL	\$ 0.	\$ 372,378.

**STATEMENT 6**  
**FORM 990-PF, PART III, LINE 5**  
**OTHER DECREASES**

FMV TO COST ADJ FOR STOCK RECD BP STK	\$ 71,150.
	TOTAL \$ 71,150.

**STATEMENT 7**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
AMERICAN RED CROSS P.O. BOX 6400 CHICAGO, IL 60680				\$ 200.
CANTERBURY SCHOOL CALLER BOX 5000 NEW MILFORD CT 06776,				3,000.
FAMILY SERVICE OF LAKE COUNTY 777 CENTRAL AVE HIGHLAND PK IL 60035,				100.
LAKE FOREST SYMPHONY 225 E DEERPATH LAKE FOREST IL 60045,				500.
HADLEY SCHOOL - BLIND 700 ELM STREET WINNETKA IL 60093,				100.
SALVATION ARMY 5040 N PULASKI RD CHICAGO IL 60630,				500.

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**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
THE WETLANDS INITIATIVE 53 W JACKSON BLVD CHICAGO IL 60604,				\$ 100.
WTTW CHANNEL 11 5400 N ST. LOUIS AVE CHICAGO IL 60625,				200.
AMERICAN HEART ASSOCIATION 208 S LASALLE CHICAGO IL 60680,				100.
CHICAGO FNDN FOR EDUCATN 400 NORTH MICHIGAN AVE CHICAGO IL 60611,				300.
CHICAGO BOTANICAL GARDENS 1000 LAKE COOK ROAD GLENCOE IL 60022,				1,000.
CONNECTION/PADS 3001 GREEN BAY RD NORTH CHICAGO IL 60064,				100.
INDIAN RIVER MEDICAL CNTR FNDN 1000 37TH PLE SUITE 1010 VERO BEACH FL 32960,				1,000.
LAKE FOREST ACADEMY 1500 WEST KENNEDY RD LAKE FOREST IL 60045,				600.
SISTERS OF PROVIDENCE 1 SISTERS OF PROVIDENCE ST MARY OF THE WOODS IN 47876,				500.
ANNUAL CATHOLIC APPEAL 155 E SUPERIOR STREET CHICAGO IL 60611,				250.
CATHOLIC THEOLOGICAL UNION 5401 S CORNELL AVE CHICAGO, IL 60615,				1,000.
GEORGETOWN VISITATION 1524 THIRTY-FIFTH STREET NW WASHINGTON, DC 20007,				2,000.

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**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
HORIZON HOSPICE 833 W CHICAGO AVE CHICAGO, IL 60622,				\$ 100.
JOHN'S ISLAND FOUNDATION P.O. BOX 8323 INDIAN RIVER SHORE, FL 32963,				1,000.
LAKE FOREST PRESERVATION FND P.O. BOX 813 LAKE FOREST, IL 60045,				100.
MEMORIAL SLOAN KETTERING CANCER BOX G 1275 NEW YORK AVE NEW YORK, NY 10021,				100.
OPENLANDS PROJECT 25 E WASHINGTON ST STE1650 CHICAGO, IL 60602,				100.
ST STEPHENS INDIAN MISSION FND P.O. BOX 278 ST STEPHENS, WY 82524,				100.
THE NATURE CONSERVANCY 258 MAIN STREET LANDER WY 82520,				100.
WBEZ 135 S LASALLE CHICAGO, IL 60674,				100.
PRINCETON UNIVERSITY PO BOX 5357 PRINCETON NJ 08543,				13,600.
WFMT FINE ARTS CIRCLE 5400 N ST LOUIS CHICAGO IL 60625,				100.
MUSEUM OF SCIENCE & INDUSTRY 57TH STREET & LAKE SHORE DRIVE CHICAGO IL 60637,				4,322.

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**STATEMENT 7 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
INDIAN RIVER HABITAT FOR HUMANITY 4568 M US HWY 1 VERO BEACH FL 32967,				\$ 700.
NATIONAL PARKS CONSERVATION 1300 9TH ST NW #300 WASHINGTON DC 20036,				1,000.
UNITED WAY INDIAN RIVR CNTY P.O. BOX 1960 VERO BEACH FL 32961,				200.
NORTHWESTERN LAKE FOREST HOSPITAL 660 N WESTMORELAND RD LAKE FOREST IL 60045,				2,000.
LEWIS & CLARK COLLEGE PORTLAND OR 97219,				5,000.
CATHOLIC CHARITIES OF CHICAGO BOX N CHICAGO, IL 60690				1,000.
CATHOLIC RELIEF SEV PO BOX 17152 BALTIMORE, MD 21298				100.
LAKE FOREST CEMETERY 110 EAST LAUREL AVE LAKE FOREST, IL 60045				100.
AID FOR WOMEN 8 S MICHIGAN CHICAGO IL 60603,				200.
AMERICAN CANCER SOCIETY PO BOX 7561 CHICAGO IL 60680,				200.
FINCA INTERNATIONAL PO BOX 98048 WASHINGTON, DC 20090				100.
GRAND TETON NATL PARK FNDN PO BOX 249 MOOSE, WY 83012				100.

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## FEDERAL STATEMENTS

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CARNEY FAMILY FOUNDATION

36-4346222

**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
JACKSON HOLE LAND TRUST PO BOX 2897 JACKSON HOLE, WY 83001				\$ 100.
ST MARTIN DE PORRES HIGH SCHL 501 S MARTIN LUTHER KING JR WAUKEGAN, IL 60085				500.
ALLIANCE FOR THE GREAT LAKES 17 N STATE STREET CHICAGO, IL 60602				100.
DOCTORS WITHOUT BORDERS PO BOX 5023 HAGERSTOWN, MD 21741				200.
NATIONAL PARK FOUNDATION PO BOX 17394 BALTIMORE, MD 21298				100.
THE NATURE CONSERVANCY FLORIDA CHPTR PO BOX 17056 BALTIMORE, MD 21298				200.
CHICAGO SYMPHONY ORCHESTRA 220 SOUTH MICHIGAN AVE CHICAGO, IL 60604				500.
GREATER YELLOWSTONE COALITION PO BOX 1874 BOSEMAN, MT 59771				100.
KOMEN FOR THE CURE PO BOX 224523 DALLAS, TX 75222				300.
NORTH LAWNDALE COLLEGE PREP CHARTER 1313 S SACRAMENTO DR CHICAGO, IL 60623				100.
VNA & HOSPICE FNDN 1110 30TH LANE VERO BEACH, FL 32960				100.
ELAWA FARM FUNDATION PO BOX 181 LAKE FOREST, IL 60045				450.

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CARNEY FAMILY FOUNDATION

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**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
INDIAN RIVER LAND TRUST 350 US HWY 1 VERO BEACH, FL 32962				\$ 200.
LAMBS FARM PO BOX 520 LIBERTYVILLE, IL 60048				100.
TRUST FOR PUBLIC LAND PO BOX 39000 SAN FRANCISCO, CA 94139				100.
VERO BEACH ART MUSEUM 3001 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963				1,000.
WOODLANDS ACADEMY LAKE FOREST, IL 60045				1,000.
LAKE FOREST LAKE BLUFF HISTORICAL SOCIET 361 E WESTMINSTER LAKE FOREST, IL 60045				100.
CHILDRENS MEMORIAL FOUNDATION 75 REMITTANCE DRIVE CHICAGO, IL 60675				1,000.
LAKE FOREST COLLEGE 555 NORTH SHERIDAN ROAD LAKE FOREST, IL 60045				100.
LAKE FOREST OPEN LANDS ASSN 350 N WAUKEGAN ROAD LAKE FOREST, IL 60045				100.
MCKEE BOTANICAL GARDEN 350 US HIGHWAY 1 VERO BEACH, FL 32962				700.
ST. PATRICK CHURCH 991 S WAUKEGAN ROAD LAKE FOREST, IL 60045				100.
THE FIELD MUSEUM 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605				2,500.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002				100.

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**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
CATO INSTITUTE 1000 MASSACHUSETTS AVE NW WASHINGTON, DC 20001				\$ 100.
WYOMING LAND TRUST 131 S JACKSON AVE PINEDALE, WY 82941				100.
WILDLIFE HERITAGE OF WYOMING PO BOX 20088 CHEYENNE, WY 82003				500.
ROCKY MOUNTAIN ELK FOUNDATION 5705 GRANT CREEK MISSOULA, MT 59808				50.
SOCIETY OF ST PETER APOSTLE 70 W 36TH STREET, 8TH FLOOR NEW YORK, NY 10018				100.
HARVEST FOOD & OUTREACH 1360 28TH STREET VERO BEACH, FL 32960				500.

TOTAL \$ 53,172.