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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

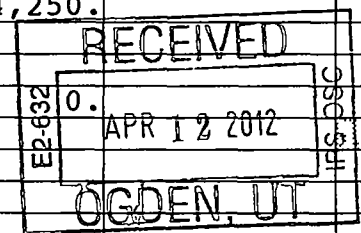
*Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements*

For calendar year 2010, or tax year beginning **DEC 1, 2010**, and ending **NOV 30, 2011**

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

Name of foundation <b>DANIELSON FOUNDATION</b>		A Employer identification number <b>36-2540494</b>
Number and street (or P O box number if mail is not delivered to street address) <b>410 NORTH MICHIGAN AVENUE</b>	Room/suite <b>590</b>	B Telephone number <b>312-644-6720</b>
City or town, state, and ZIP code <b>CHICAGO, IL 60611</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,522,135.</b>	J Accounting method: <input type="checkbox"/> Cash, <input checked="" type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify)	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received	180,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	59.	75.		
	4 Dividends and interest from securities	37,657.	39,812.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<176.>			STATEMENT 1
	b Gross sales price for all assets on line 6a	287,766.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		217,540.	39,887.		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	8,500.	4,250.		4,250.
	c Other professional fees				
	17 Interest				
	18 Taxes	300.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	1,233.	1,163.		70.
	24 Total operating and administrative expenses. Add lines 13 through 23	10,033.	5,413.		4,320.
	25 Contributions, gifts, grants paid	213,000.			260,000.
26 Total expenses and disbursements. Add lines 24 and 25	223,033.	5,413.		264,320.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	<5,493.>				
b Net investment income (if negative, enter -0-)		34,474.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	367,415.	195,693.	195,693.
	3 Accounts receivable ▶ 4,159.			
	Less allowance for doubtful accounts ▶	6,331.	4,159.	4,159.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 5	982,283.	1,215,589.	1,215,589.
	c Investments - corporate bonds STMT 6	217,511.	106,694.	106,694.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,573,540.	1,522,135.	1,522,135.	
Liabilities	17 Accounts payable and accrued expenses	84,350.	36,500.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	84,350.	36,500.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	1,489,190.	1,485,635.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	1,489,190.	1,485,635.		
31 Total liabilities and net assets/fund balances	1,573,540.	1,522,135.		

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	1,489,190.
2 Enter amount from Part I, line 27a	2	<5,493.>
3 Other increases not included in line 2 (itemize) ▶ ADJUST ASSETS TO FMV	3	1,938.
4 Add lines 1, 2, and 3	4	1,485,635.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,485,635.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 100,000 ABBOTT 5.6% DUE 5/15/11	P		05/16/11
b 100,000 AVON PRODUCTS 5.125% DUE 1/15/11	P		01/18/11
c 1,475 SHS ISHARES MSCI EMERGING MKTS INDEX	P		01/26/11
d 200 SHS ISHARES S&P MIDCAP 400 INDEX	P		01/18/11
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 100,000.		100,000.	0.
b 100,000.		100,000.	0.
c 69,132.		70,549.	<1,417.>
d 18,634.		17,392.	1,242.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			0.
b			0.
c			<1,417.>
d			1,242.
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	<175.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	315,120.	1,720,508.	.183155
2008	323,305.	1,673,097.	.193237
2007	337,598.	1,855,873.	.181908
2006	336,868.	1,933,830.	.174197
2005	327,463.	1,937,377.	.169024

2 Total of line 1, column (d)	2	.901521
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	.180304
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,732,642.
5 Multiply line 4 by line 3	5	312,402.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	345.
7 Add lines 5 and 6	7	312,747.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	264,320.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	689.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	689.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	689.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	566.
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	566.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	123.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10	X	

N/A

STMT 7

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of JOHN RAU Telephone no 312-644-6720
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 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?
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?
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?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

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

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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE SCHEDULE 3	0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3** Five highest-paid independent contractors for professional services. 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

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	0.
3 All other program-related investments See instructions	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,516,316.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	242,711.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	1,759,027.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,759,027.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	26,385.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,732,642.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	86,632.

**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)

<b>1</b>	Minimum investment return from Part X, line 6		<b>1</b>	86,632.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	689.	
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	689.	
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	85,943.	
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.	
<b>5</b>	Add lines 3 and 4	<b>5</b>	85,943.	
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.	
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	85,943.	

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	264,320.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	264,320.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	264,320.

**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				85,943.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				54,174.
f Total of lines 3a through e	54,174.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 264,320.				
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)	150,000.			
d Applied to 2010 distributable amount				85,943.
e Remaining amount distributed out of corpus	28,377.			
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:	232,551.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			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)	150,000.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	82,551.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				54,174.
e Excess from 2010				28,377.



**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> SEE SCHEDULE 2				260,000.
<b>Total</b>				▶ 3a 260,000.
b <i>Approved for future payment</i>  NONE				
<b>Total</b>				▶ 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 59), 4 Dividends and interest from securities (14, 37,657), 5 Net rental income from real estate (a-b), 6 Net rental income from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (18, <176.>), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (0, 37,540, 0), 13 Total (13, 37,540).

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 1 contains 'N/A'.



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

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

OMB No 1545-0047

**2010**

Name of the organization

DANIELSON FOUNDATION

Employer identification number

36-2540494

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the *General Rule* and a *Special Rule*. See instructions.**General Rule**

- 
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

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

**Caution.** An organization that is not covered by the *General Rule* and/or the *Special Rules* does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

DANIELSON FOUNDATION

36-2540494

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHRISTOPHER MASSEY 410 NORTH MICHIGAN AVENUE, ROOM 590 CHICAGO, IL 60611	\$ 30,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	DEERING FOUNDATION 410 NORTH MICHIGAN AVENUE, ROOM 590 CHICAGO, IL 60611	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

DANIELSON FOUNDATION

36-2540494

**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
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

**DANIELSON FOUNDATION**

**36-2540494**

**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 columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	

FORM 990-PF. GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
100,000 ABBOTT 5.6% DUE 5/15/11	100,000.	100,000.	0.	PURCHASED	0.	05/16/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
100,000 AVON PRODUCTS 5.125% DUE 1/15/11	100,000.	100,000.	0.	PURCHASED	0.	01/18/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
1,475 SHS ISHARES MSCI EMERGING MKTS INDEX	69,132.	70,549.	0.	PURCHASED	0.	01/26/11

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS ISHARES S&P MIDCAP 400 INDEX	PURCHASED		01/18/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
18,634.	17,393.	0.	0.
(F) GAIN OR LOSS			
1,241.			
CAPITAL GAINS DIVIDENDS FROM PART IV			0.
TOTAL TO FORM 990-PF, PART I, LINE 6A			<176.>

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,500.	4,250.		4,250.
TO FORM 990-PF, PG 1, LN 16B	8,500.	4,250.		4,250.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	300.	0.		0.
TO FORM 990-PF, PG 1, LN 18	300.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	1,233.	1,163.		70.
TO FORM 990-PF, PG 1, LN 23	1,233.	1,163.		70.

FORM 990-PF	CORPORATE STOCK		STATEMENT 5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK - SEE SCHEDULE 1	1,215,589.	1,215,589.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,215,589.	1,215,589.	

FORM 990-PF	CORPORATE BONDS		STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS	106,694.	106,694.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	106,694.	106,694.	

FORM 990-PF .

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 7

NAME OF CONTRIBUTOR

ADDRESS

CHRISTOPHER MASSEY

410 N MICHIGAN AVE., ROOM 590  
CHICAGO, IL 60613

**DANIELSON FOUNDATION, E I #36-2540494, SCHEDULE OF INFORMATION FOR FORM 990-PF FOR THE YEAR ENDED NOVEMBER 30, 2011**

**PART I, LINE 1, CONTRIBUTIONS, GIFTS, GRANTS, ETC RECEIVED**

<u>DATE</u>	<u>CONTRIBUTOR</u>	<u>AMOUNT</u>
06/17/11	Christopher Massey* - Cash	\$30,000
11/30/11	Deering Foundation* - Cash	\$150,000

\* 410 North Michigan Avenue  
Room 590  
Chicago, IL 60611

**PART I, LINE 23, OTHER EXPENSES**

Custodian Fees	\$	1,119
Liability Insurance		89
Filing Fee		25
<b>TOTAL</b>	<b>\$</b>	<b>1,233</b>

\*Note - 50% of liability insurance is investment expense

**PART II, LINE 10, INVESTMENT-SECURITIES**

<u>Description</u>	<u>Principal Amount/Shares</u>	<u>Book Value And Fair Market Value</u>
<b>Common Stock</b>		
Wisdomtree Emerging Mkt Equity Inc	420	22,004
IShares MSCI EAFE Index Fund	3,025	155,152
IShares S & P Midcap 400 Index	1,375	121,550
IShares Russell 2000 Index	2,300	169,533
SPDR S&P Dividend ETF	2,175	117,037
SPDR S&P 500 ETF Trust	4,725	591,145
Vanguard MSCI Emerging Mkt ETF	960	39,168
<b>Total</b>		<b>1,215,589</b>
<b>Corporate Bonds</b>		
GE Capital 5 4%	100,000	106,694
<b>Total</b>		<b>106,694</b>

**PART XV, ITEM 2, INFORMATION REGARDING CONTRIBUTION, GRANT, GIFT, LOAN, SCHOLARSHIP, ETC, PROGRAMS**

Grants, scholarships, fellowships, loans, etc, generally are not made based upon an application. The Foundation has no formal application process as recipients are limited to organizations described in Section 170(c) of the Internal Revenue Code and are determined by the Foundation's Board of Directors.

**DANIELSON FOUNDATION, E.I. #36-2540494, SCHEDULE OF INFORMATION FOR FORM 990-PF FOR THE YEAR ENDED 11/30/11  
PART XV. ITEM 3-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

	Pledged As Of November 30, 2010	Approved During Fiscal Year 2011	Paid During Fiscal Year 2011	Pledged As Of November 30, 2011
<b>ARTS &amp; HUMANITIES:</b>				
Live Arts, Inc., Charlottesville, Virginia	\$ -	\$ 3,000	\$ 3,000	\$ -
Los Angeles Art, Los Angeles, California		25,500	25,500	
Sun Valley Summer Symphony, Sun Valley, Idaho		5,000	5,000	
Vizcayans - Contemporary Arts Program, Miami, Florida		5,000	5,000	
<b>SUB-TOTAL</b>	-	38,500	38,500	-
<b>EDUCATIONAL:</b>				
Florida International University - Wolfsonian - Miami Beach, Florida		7,500	7,500	
Groton School - Annual Fund, Groton, Massachusetts		25,000	25,000	
Groton School - RED, Jr. Scholarship Fund, Groton, Massachusetts		5,000	5,000	
Hoover Institution on War, Revolution & Peace, Stanford, California		2,500	2,500	
Lunfield College, McMinnville, Oregon		1,000	1,000	
Robert Louis Stevenson High School, New York, New York		5,500	5,500	
St Michael's School, Los Angeles, California		1,500	1,500	
The Thacher School - Annual Fund, Ojai, California		8,000	8,000	
The Thacher School - Capital Campaign, Ojai, California	52,500	-	17,000	35,500
Wellesley College, Wellesley, Massachusetts		10,000	10,000	
Woodside School Foundation, Woodside, California		10,000	10,000	
Yale University-Richard E. Danielson, Jr. Scholarship Fund, New Haven, Connecticut		5,000	5,000	
<b>SUB-TOTAL</b>	52,500	81,000	98,000	35,500
<b>ENVIRONMENTAL:</b>				
Nature Conservancy of Idaho, Hailey, Idaho		2,500	2,500	
Sawtooth Botanical Gardens, Ketchum, Idaho		1,000	1,000	
World Wildlife Fund, Washington, DC		2,000	2,000	
<b>SUB-TOTAL</b>	-	5,500	5,500	-

**DANIELSON FOUNDATION, E.I. #36-2540494, SCHEDULE OF INFORMATION FOR FORM 990-PF FOR THE YEAR ENDED 11/30/11  
PART XV, ITEM 3-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

	Pledged As Of November 30, 2010	Approved During Fiscal Year 2011	Paid During Fiscal Year 2011	Pledged As Of November 30, 2011
	30,000			
	30,000	4,000	34,000	-
<b>HOSPITALS, HEALTH AND MEDICAL:</b>				
Hospice Foundation of Palm Beach County, Inc., Palm Beach, Florida		2,000	2,000	
St. John's Health Center, Santa Monica, California		2,000	2,000	
St. Luke's Wood River Foundation, Ketchum, Idaho		-	30,000	
	30,000	4,000	34,000	-
<b>SUB-TOTAL</b>				
<b>SOCIAL SERVICES:</b>				
All Saints Episcopal Church, Chicago, Illinois		1,000	1,000	
Doctors Without Borders, New York, New York		10,000	10,000	
Faith in America, Hudson, North Carolina		10,000	10,000	
Four Winds, Inc Deer Harbor, Washington		3,500	3,500	
Friends of the Woodside Library, Woodside, California		2,500	2,500	
Hanley-Hazelden Foundation, West Palm Beach, Florida		2,000	2,000	
Hollywood - Sunset Free Clinic, Los Angeles, California		2,000	2,000	
Human Rights Watch, Los Angeles, California		18,000	18,000	
Liberty Hill Foundation, Santa Monica, California		20,000	20,000	
Lutherans Concerned in North America, St Paul, Minnesota		2,000	2,000	
Planned Parenthood of the Palm Beach and Treasure Coast Area, Inc., West Palm Beach, Florida		2,000	2,000	
Sagebrush Equine Training Center for the Handicapped, Haley, Idaho		2,000	2,000	
Soulforce Inc., Abilene, Texas		6,000	6,000	
The Dawn Redwoods Charitable Trust, Tiburon, California		1,000	1,000	
YMCA Wood River Valley, Ketchum, Idaho		2,000	2,000	
	-	84,000	84,000	-
<b>SUB-TOTAL</b>				
	\$ 82,500	\$ 213,000	\$ 260,000	\$ 35,500
<b>TOTAL</b>				

NOTE Except as noted, all contributions and grants listed above are classified as unrestricted and are to be used for the general exempt purpose of the organization to which the contribution or grant was made. All organizations are "public charities" and none is related to Danielson Foundation

DANIELSON FOUNDATION, E I #36-2540494, SCHEDULE OF INFORMATION FOR FORM 990-PF

PART VIII, ITEM 1, LIST OF OFFICERS, DIRECTORS, TRUSTEES FOUNDATION MANAGER AND THEIR COMPENSATION

<u>Name and address</u>	<u>Title, and average hours per week devoted to position</u>	<u>Compensation</u>	<u>Contributions to employee benefit plans and deferred Compensation</u>	<u>Expense account, other Allowances</u>
John Rau	President/Director (1)	None	None	None
Candida D. Burnap *	Vice President/Director (1)	None	None	None
Catherine A Massey*	Director (1)	None	None	None
Richard S Massey*	Director (1)	None	None	None
Christopher Massey*	Director (1)	None	None	None
Susan D Pattock *	Secretary/Treasurer (1)	None	None	None
Barbara Goering*	Asst Treas /Asst Secretary (1)	None	None	None

\* 410 North Michigan Avenue  
Room 590  
Chicago, Illinois 60611


(1) as necessary on an irregular basis

DANIELSON FOUNDATION, E I #36-2540494, SCHEDULE OF INFORMATION FOR FORM 990-PF  
FOR THE YEAR ENDED NOVEMBER 30, 2011

ELECTION UNDER REGULATION 53.4942(a)-(3)(d)(2)

In accordance with Regulation 53.4942(a)-(3)(d)(2), The Danielson Foundation hereby elects to treat the following current distributions as made out of corpus for purposes of fulfilling the distribution requirement under Section 4942(g)(3) of the Internal Revenue Code of 1986

<u>Date Given</u>	<u>Public Charity</u>	<u>Amount</u>
10/26/11	Doctors Without Borders	\$5,000
10/26/11	Faith in America	5,000
10/26/11	Four Winds, Inc	3,500
10/26/11	Friends of the Woodside Library	2,500
10/26/11	Groton School	
	RED, Jr Scholarship Fund	5,000
	Unrestricted Fund	25,000
10/26/11	Hanley Hazeldon	2,000
10/26/11	Hollywood – Sunset Free Clinic	2,000
10/26/11	Hoover Institution on War, Revolution and Peace	2,500
10/26/11	Hospice Foundation of Palm Beach County, Inc	2,000
10/26/11	Human Rights Watc	
	General Operating	5,000
	Lesbian, Gay, Bisexual & Transgender Rights	3,000
10/26/11	Liberty Hill Foundation	
	General Fund	15,000
10/26/11	Los Angeles Art (LAX Art)	25,500
10/26/11	Nature Conservancy	2,500
10/26/11	Planned Parenthood of the Palm Beach and Treasure Coast Area, Inc	2,000
10/26/11	Sagebrush Equine Training Center for the Handicapped	2,000
10/26/11	Sawtooth Botanical Gardens	1,000
10/26/11	St Luke's Wood River Foundation	30,000
10/26/11	Soulforce Inc	3,000
10/26/11	Sun Valley Summer Symphony	5,000
10/26/11	Thacher School (Annual Fund)	1,500
	(Portion of a \$8,000 contribution)	
	TOTAL	<u>\$ 150,000</u>

  
\_\_\_\_\_  
John Rau, Foundation Manager

SCHEDULE 4