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Form **990**Department of the Treasury  
Internal Revenue Service**Return of Organization Exempt From Income Tax**

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

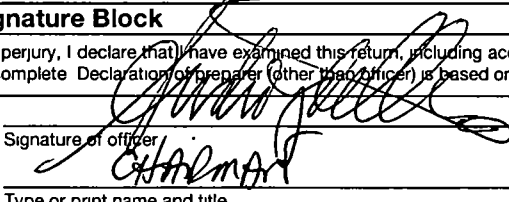
▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0047

**2011****Open to Public Inspection**

<b>A</b> For the 2011 calendar year, or tax year beginning January 1, 2011, and ending December 31, 2011																												
<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td colspan="2"><b>C</b> Name of organization <b>McDermott Will &amp; Emery Charitable Foundation</b></td> <td><b>D</b> Employer identification number <b>36-3172396</b></td> </tr> <tr> <td colspan="2">Doing Business As</td> <td rowspan="3"><b>E</b> Telephone number <b>310-551-9373</b></td> </tr> <tr> <td>Number and street (or P O box if mail is not delivered to street address)</td> <td>Room/suite</td> </tr> <tr> <td colspan="2"><b>227 West Monroe Street</b></td> </tr> <tr> <td colspan="2">City or town, state or country, and ZIP + 4 <b>Chicago, IL 60606-5096</b></td> <td rowspan="2"><b>G</b> Gross receipts \$</td> </tr> <tr> <td colspan="2"><b>F</b> Name and address of principal officer <b>Anthony deAlcuaz</b> <b>275 Middlefield Rd. Menlo Park, CA 94025-4004</b></td> </tr> <tr> <td colspan="2"><b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527</td> <td> <b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No          If "No," attach a list (see instructions)  <b>H(c)</b> Group exemption number ▶       </td> </tr> <tr> <td colspan="3"><b>J</b> Website: ▶</td> </tr> <tr> <td colspan="2"><b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶</td> <td><b>L</b> Year of formation <b>1981</b></td> </tr> <tr> <td colspan="2"></td> <td><b>M</b> State of legal domicile <b>IL</b></td> </tr> </table>	<b>C</b> Name of organization <b>McDermott Will &amp; Emery Charitable Foundation</b>		<b>D</b> Employer identification number <b>36-3172396</b>	Doing Business As		<b>E</b> Telephone number <b>310-551-9373</b>	Number and street (or P O box if mail is not delivered to street address)	Room/suite	<b>227 West Monroe Street</b>		City or town, state or country, and ZIP + 4 <b>Chicago, IL 60606-5096</b>		<b>G</b> Gross receipts \$	<b>F</b> Name and address of principal officer <b>Anthony deAlcuaz</b> <b>275 Middlefield Rd. Menlo Park, CA 94025-4004</b>		<b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		<b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions) <b>H(c)</b> Group exemption number ▶	<b>J</b> Website: ▶			<b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation <b>1981</b>			<b>M</b> State of legal domicile <b>IL</b>
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<b>Part I Summary</b>				
<b>Activities &amp; Governance</b>	<b>1</b>	Briefly describe the organization's mission or most significant activities: <u>Making grants to other non-profit organizations</u>		
		Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b>	Number of voting members of the governing body (Part VI, line 1a) . . . . .	<b>3</b>	
	<b>4</b>	Number of independent voting members of the governing body (Part VI, line 1b) . . . . .	<b>4</b>	
	<b>5</b>	Total number of individuals employed in calendar year 2011 (Part V, line 2a) . . . . .	<b>5</b>	
	<b>6</b>	Total number of volunteers (estimate if necessary) . . . . .	<b>6</b>	
<b>Revenue</b>	<b>7a</b>	Total unrelated business revenue from Part VIII, column (C), line 12 . . . . .	<b>7a</b>	
	<b>b</b>	Net unrelated business taxable income from Form 990-T, line 34 . . . . .	<b>7b</b>	
	<b>8</b>	Contributions and grants (Part VIII, line 1) . . . . .	<b>8</b>	
	<b>9</b>	Program service revenue (Part VIII, line 2g) . . . . .	<b>9</b>	
	<b>10</b>	Investment income (Part VIII, column (A), lines 3, 4, and 7d) . . . . .	<b>10</b>	
	<b>11</b>	Other revenue (Part VIII, column (A), lines 5, 6, 8c, 9c, 10c, and 11e) . . . . .	<b>11</b>	
	<b>12</b>	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . .	<b>12</b>	
	<b>Expenses</b>	<b>13</b>	Grants and similar amounts paid (Part IX, column (A), lines 1–3) . . . . .	<b>13</b>
		<b>14</b>	Benefits paid to or for members (Part IX, column (A), line 4) . . . . .	<b>14</b>
		<b>15</b>	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10) . . . . .	<b>15</b>
<b>16a</b>		Professional fundraising fees (Part IX, column (A), line 11e) . . . . .	<b>16a</b>	
<b>b</b>		Total fundraising expenses (Part IX, column (D), line 25) ▶ . . . . .	<b>b</b>	
<b>17</b>		Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e) . . . . .	<b>17</b>	
<b>18</b>		Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25) . . . . .	<b>18</b>	
<b>19</b>		Revenue less expenses. Subtract line 18 from line 12 . . . . .	<b>19</b>	
<b>Net Assets or Fund Balances</b>		<b>20</b>	Total assets (Part X, line 16) . . . . .	<b>20</b>
		<b>21</b>	Total liabilities (Part X, line 26) . . . . .	<b>21</b>
	<b>22</b>	Net assets or fund balances. Subtract line 21 from line 20 . . . . .	<b>22</b>	

<b>Part II Signature Block</b>				
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
<b>Sign Here</b>	Signature of officer 	Date <u>April 23, 2012</u>		
	Type or print name and title <u>Chairman</u>			
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN
	Firm's name ▶	Firm's EIN ▶		
	Firm's address ▶	Phone no		

May the IRS discuss this return with the preparer shown above? (see instructions) . . . . . ☐ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form **990** (2011)

SCANNED JUN 05 2012

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9/17

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

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

**4a** (Code: ) (Expenses \$ 306 including grants of \$ 675,719 ) (Revenue \$ 372,131 )

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

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

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

**4e** Total program service expenses ▶ 676,025

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A . . . . .	<b>1</b> ✓	
<b>2</b> Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? . . . . .	<b>2</b> ✓	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .	<b>3</b>	✓
<b>4</b> <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II . . . . .	<b>4</b>	✓
<b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III . . . . .	<b>5</b>	✓
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I . . . . .	<b>6</b>	✓
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II . . . . .	<b>7</b>	✓
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III . . . . .	<b>8</b>	✓
<b>9</b> Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV . . . . .	<b>9</b>	✓
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V . . . . .	<b>10</b>	✓
<b>11</b> If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI . . . . .	<b>11a</b>	✓
<b>b</b> Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII . . . . .	<b>11b</b>	✓
<b>c</b> Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII . . . . .	<b>11c</b>	✓
<b>d</b> Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX . . . . .	<b>11d</b>	✓
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X . . . . .	<b>11e</b>	✓
<b>f</b> Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X . . . . .	<b>11f</b>	✓
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII . . . . .	<b>12a</b> ✓	
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional . . . . .	<b>12b</b>	✓
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .	<b>13</b>	✓
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	<b>14a</b>	✓
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV . . . . .	<b>14b</b>	✓
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV . . . . .	<b>15</b>	✓
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV . . . . .	<b>16</b>	✓
<b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) . . . . .	<b>17</b>	✓
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II . . . . .	<b>18</b>	✓
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III . . . . .	<b>19</b>	✓
<b>20a</b> Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H . . . . .	<b>20a</b>	✓
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .	<b>20b</b>	

**Part IV Checklist of Required Schedules (continued)**

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

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

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

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

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

**Section A. Governing Body and Management**

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

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

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

**Section C. Disclosure**

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

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

☐ Own website    ☐ Another's website    ☒ Upon request

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

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

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
  - List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
  - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
  - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
  - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) Anthony deAlcuaz Chairman	1			✓				-0-	-0-	-0-
(2) H Guy Collier Secretary/Treasurer	0.5			✓				-0-	-0-	-0-
(3) Jeffrey Stone	0.25	✓						-0-	-0-	-0-
(4) Peter Sacripanti	0.25	✓						-0-	-0-	-0-
(5) Latonia Haney Keith	0.5	✓						-0-	-0-	-0-
(6) Murray E. Heltzer	3	✓						-0-	-0-	-0-
(7)										
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										



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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15)										
(16)										
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
<b>1b Sub-total</b>								-0-	-0-	-0-
<b>c Total from continuation sheets to Part VII, Section A</b>								-0-	-0-	-0-
<b>d Total (add lines 1b and 1c)</b>								-0-	-0-	-0-

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

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

**Section B. Independent Contractors**

- 1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

**Part VIII Statement of Revenue**

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b>	Federated campaigns . . . . .	<b>1a</b>	-0-				
	<b>b</b>	Membership dues . . . . .	<b>1b</b>	-0-				
	<b>c</b>	Fundraising events . . . . .	<b>1c</b>	-0-				
	<b>d</b>	Related organizations . . . . .	<b>1d</b>	-0-				
	<b>e</b>	Government grants (contributions)	<b>1e</b>	-0-				
	<b>f</b>	All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>	372,131				
	<b>g</b>	Noncash contributions included in lines 1a-1f: \$		-0-				
	<b>h</b>	<b>Total.</b> Add lines 1a-1f . . . . . ▶		372,131				
<b>Program Service Revenue</b>			<b>Business Code</b>					
	<b>2a</b>							
	<b>b</b>							
	<b>c</b>							
	<b>d</b>							
	<b>e</b>							
	<b>f</b>	All other program service revenue .						
	<b>g</b>	<b>Total.</b> Add lines 2a-2f . . . . . ▶		-0-				
<b>Other Revenue</b>	<b>3</b>	Investment income (including dividends, interest, and other similar amounts) . . . . . ▶		-0-	-0-	-0-	-0-	
	<b>4</b>	Income from investment of tax-exempt bond proceeds ▶		-0-	-0-	-0-	-0-	
	<b>5</b>	Royalties . . . . . ▶		-0-	-0-	-0-	-0-	
	<b>6a</b>		(i) Real	(ii) Personal				
		Gross rents . . . . .						
		Less: rental expenses . . . . .						
	<b>c</b>	Rental income or (loss)						
	<b>d</b>	Net rental income or (loss) . . . . . ▶			-0-	-0-	-0-	-0-
	<b>7a</b>		(i) Securities	(ii) Other				
		Gross amount from sales of assets other than inventory . . . . .						
		Less: cost or other basis and sales expenses . . . . .						
	<b>c</b>	Gain or (loss) . . . . .						
	<b>d</b>	Net gain or (loss) . . . . . ▶			-0-	-0-	-0-	-0-
	<b>8a</b>							
		Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18 . . . . . <b>a</b>						
		Less: direct expenses . . . . . <b>b</b>						
	<b>c</b>	Net income or (loss) from fundraising events . . . . . ▶			-0-	-0-	-0-	-0-
	<b>9a</b>							
		Gross income from gaming activities. See Part IV, line 19 . . . . . <b>a</b>						
		Less: direct expenses . . . . . <b>b</b>						
<b>c</b>	Net income or (loss) from gaming activities . . . . . ▶			-0-	-0-	-0-	-0-	
<b>10a</b>								
	Gross sales of inventory, less returns and allowances . . . . . <b>a</b>							
	Less: cost of goods sold . . . . . <b>b</b>							
<b>c</b>	Net income or (loss) from sales of inventory . . . . . ▶			-0-	-0-	-0-	-0-	
<b>Miscellaneous Revenue</b>		<b>Business Code</b>						
<b>11a</b>								
<b>b</b>								
<b>c</b>								
<b>d</b>	All other revenue . . . . .							
<b>e</b>	<b>Total.</b> Add lines 11a-11d . . . . . ▶			-0-				
<b>12</b>	<b>Total revenue.</b> See instructions. . . . . ▶			372,131	-0-	-0-	-0-	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

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

**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
<b>1</b> Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	<b>675,719</b>	<b>675,719</b>		
<b>2</b> Grants and other assistance to individuals in the United States. See Part IV, line 22				
<b>3</b> Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
<b>4</b> Benefits paid to or for members				
<b>5</b> Compensation of current officers, directors, trustees, and key employees				
<b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>7</b> Other salaries and wages				
<b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
<b>9</b> Other employee benefits				
<b>10</b> Payroll taxes				
<b>11</b> Fees for services (non-employees):				
<b>a</b> Management				
<b>b</b> Legal				
<b>c</b> Accounting				
<b>d</b> Lobbying				
<b>e</b> Professional fundraising services. See Part IV, line 17				
<b>f</b> Investment management fees				
<b>g</b> Other				
<b>12</b> Advertising and promotion				
<b>13</b> Office expenses				
<b>14</b> Information technology				
<b>15</b> Royalties				
<b>16</b> Occupancy				
<b>17</b> Travel				
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials				
<b>19</b> Conferences, conventions, and meetings				
<b>20</b> Interest				
<b>21</b> Payments to affiliates				
<b>22</b> Depreciation, depletion, and amortization				
<b>23</b> Insurance				
<b>24</b> Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
<b>a</b> _____				
<b>b</b> _____				
<b>c</b> _____				
<b>d</b> _____				
<b>e</b> All other expenses	<b>306</b>	<b>306</b>		
<b>25</b> <b>Total functional expenses.</b> Add lines 1 through 24e	<b>676,025</b>	<b>676,025</b>	<b>-0-</b>	<b>-0-</b>
<b>26</b> <b>Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	395,071	<b>1</b>	91,176
	<b>2</b> Savings and temporary cash investments . . . . .		<b>2</b>	
	<b>3</b> Pledges and grants receivable, net . . . . .		<b>3</b>	
	<b>4</b> Accounts receivable, net . . . . .		<b>4</b>	
	<b>5</b> Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .		<b>5</b>	
	<b>6</b> Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) . . . . .		<b>6</b>	
	<b>7</b> Notes and loans receivable, net . . . . .		<b>7</b>	
	<b>8</b> Inventories for sale or use . . . . .		<b>8</b>	
	<b>9</b> Prepaid expenses and deferred charges . . . . .		<b>9</b>	
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	<b>10a</b>		
	<b>b</b> Less: accumulated depreciation . . . . .	<b>10b</b>	<b>10c</b>	
	<b>11</b> Investments—publicly traded securities . . . . .		<b>11</b>	
	<b>12</b> Investments—other securities. See Part IV, line 11 . . . . .		<b>12</b>	
	<b>13</b> Investments—program-related. See Part IV, line 11 . . . . .		<b>13</b>	
	<b>14</b> Intangible assets . . . . .		<b>14</b>	
	<b>15</b> Other assets. See Part IV, line 11 . . . . .		<b>15</b>	
<b>16</b> <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	395,071	<b>16</b>	91,176	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .		<b>17</b>	
	<b>18</b> Grants payable . . . . .		<b>18</b>	
	<b>19</b> Deferred revenue . . . . .		<b>19</b>	
	<b>20</b> Tax-exempt bond liabilities . . . . .		<b>20</b>	
	<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .		<b>21</b>	
	<b>22</b> Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .		<b>22</b>	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .		<b>23</b>	
	<b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .		<b>24</b>	
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D . . . . .		<b>25</b>	
	<b>26</b> <b>Total liabilities.</b> Add lines 17 through 25 . . . . .	-0-	<b>26</b>	-0-
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>			
	<b>27</b> Unrestricted net assets . . . . .		<b>27</b>	
	<b>28</b> Temporarily restricted net assets . . . . .		<b>28</b>	
	<b>29</b> Permanently restricted net assets . . . . .		<b>29</b>	
	<b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>			
	<b>30</b> Capital stock or trust principal, or current funds . . . . .		<b>30</b>	
	<b>31</b> Paid-in or capital surplus, or land, building, or equipment fund . . . . .		<b>31</b>	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds . . . . .		<b>32</b>	
	<b>33</b> <b>Total net assets or fund balances</b> . . . . .	395,071	<b>33</b>	91,176
	<b>34</b> <b>Total liabilities and net assets/fund balances</b> . . . . .	395,071	<b>34</b>	91,176

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

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12) . . . . .	<b>1</b>	<b>372,131</b>
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25) . . . . .	<b>2</b>	<b>676,025</b>
<b>3</b>	Revenue less expenses. Subtract line 2 from line 1 . . . . .	<b>3</b>	<b>-303,894</b>
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . . . .	<b>4</b>	<b>395,071</b>
<b>5</b>	Other changes in net assets or fund balances (explain in Schedule O) . . . . .	<b>5</b>	<b>-0-</b>
<b>6</b>	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B)) . . . . .	<b>6</b>	<b>91,177</b>

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

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

**SCHEDULE A**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

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

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

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

McDermott Will & Emery Charitable Foundation

Employer identification number

36-3172396

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

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

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

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

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

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

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

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

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

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	801,317	765,363	590,829	355,246	372,131	2,884,886
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .	801,317	765,363	590,829	355,246	372,131	
<b>4 Total.</b> Add lines 1 through 3 . . . . .						
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . .						
<b>6 Public support.</b> Subtract line 5 from line 4 . . . . .						2,884,886

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>7</b> Amounts from line 4 . . . . .	801,317	765,363	590,829	355,246	372,131	2,884,886
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	-0-	-0-	1,754	-0-	-0-	1,754
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						2,886,640
<b>11 Total support.</b> Add lines 7 through 10 . . . . .						
<b>12</b> Gross receipts from related activities, etc. (see instructions) . . . . .					12	-0-
<b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> . . . . .						<input type="checkbox"/>

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) . . . . .	<b>14</b>	100 %
<b>15</b> Public support percentage from 2010 Schedule A, Part II, line 14 . . . . .	<b>15</b>	100 %
<b>16a 33 1/3% support test—2011.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . .	<input checked="" type="checkbox"/>	
<b>b 33 1/3% support test—2010.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . .	<input type="checkbox"/>	
<b>17a 10%-facts-and-circumstances test—2011.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .	<input type="checkbox"/>	
<b>b 10%-facts-and-circumstances test—2010.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .	<input type="checkbox"/>	
<b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . .	<input type="checkbox"/>	

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

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

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . .						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . .						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . .						
<b>6 Total.</b> Add lines 1 through 5 . . . .						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons . . . .						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . .						
<b>c</b> Add lines 7a and 7b . . . .						
<b>8 Public support.</b> (Subtract line 7c from line 6.) . . . .						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>9</b> Amounts from line 6 . . . .						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . .						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . .						
<b>c</b> Add lines 10a and 10b . . . .						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . .						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . .						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.) . . . .						
<b>14 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> . . . . <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f)) . . . .	<b>15</b>	%
<b>16</b> Public support percentage from 2010 Schedule A, Part III, line 15 . . . .	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f)) . . . .	<b>17</b>	%
<b>18</b> Investment income percentage from 2010 Schedule A, Part III, line 17 . . . .	<b>18</b>	%
<b>19a 33 1/3% support tests—2011.</b> If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization . . . . <input type="checkbox"/>		
<b>b 33 1/3% support tests—2010.</b> If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization . . . . <input type="checkbox"/>		
<b>20 Private foundation.</b> If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions . . . . <input type="checkbox"/>		



## Part IV

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

**SCHEDULE D  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

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

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

McDermott Will & Emery Charitable Foundation

Employer identification number

36-3172396

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

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

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).  
☐ Preservation of land for public use (e.g., recreation or education) ☐ Preservation of an historically important land area  
☐ Protection of natural habitat ☐ Preservation of a certified historic structure  
☐ Preservation of open space

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

**a** ☐ Public exhibition

**d** ☐ Loan or exchange programs

**b** ☐ Scholarly research

**e** ☐ Other \_\_\_\_\_

**c** ☐ Preservation for future generations

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

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

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

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

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

**c** Beginning balance . . . . .  
**d** Additions during the year . . . . .  
**e** Distributions during the year . . . . .  
**f** Ending balance . . . . .

	Amount
<b>1c</b>	
<b>1d</b>	
<b>1e</b>	
<b>1f</b>	

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

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

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

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

**2** Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

**a** Board designated or quasi-endowment ▶ \_\_\_\_\_ %

**b** Permanent endowment ▶ \_\_\_\_\_ %

**c** Temporarily restricted endowment ▶ \_\_\_\_\_ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

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

(i) unrelated organizations . . . . .

(ii) related organizations . . . . .

	Yes	No
<b>3a(i)</b>		
<b>3a(ii)</b>		
<b>3b</b>		

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	372,131
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	676,025
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-303,894
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	-0-
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	-303,894

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

<b>1</b>	Total revenue, gains, and other support per audited financial statements . . . . .		<b>1</b>	<b>372,131</b>
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
<b>a</b>	Net unrealized gains on investments . . . . .	<b>2a</b>	-0-	
<b>b</b>	Donated services and use of facilities . . . . .	<b>2b</b>	-0-	
<b>c</b>	Recoveries of prior year grants . . . . .	<b>2c</b>	-0-	
<b>d</b>	Other (Describe in Part XIV.) . . . . .	<b>2d</b>	-0-	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .		<b>2e</b>	-0-
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .		<b>3</b>	<b>372,131</b>
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line <b>1</b> :			
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	-0-	
<b>b</b>	Other (Describe in Part XIV.) . . . . .	<b>4b</b>	-0-	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .		<b>4c</b>	-0-
<b>5</b>	Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12.) . . . . .		<b>5</b>	<b>372,131</b>

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

Reconciliation of expenses per audited financial statements with expenses per Form 990			
<b>1</b>	Total expenses and losses per audited financial statements . . . . .		<b>1</b> 676,025
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
<b>a</b>	Donated services and use of facilities . . . . .	<b>2a</b> -0-	
<b>b</b>	Prior year adjustments . . . . .	<b>2b</b> -0-	
<b>c</b>	Other losses . . . . .	<b>2c</b> -0-	
<b>d</b>	Other (Describe in Part XIV.) . . . . .	<b>2d</b> -0-	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .		<b>2e</b> -0-
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .		<b>3</b> 676,025
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line <b>1</b> :		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b> -0-	
<b>b</b>	Other (Describe in Part XIV.) . . . . .	<b>4b</b> -0-	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .		<b>4c</b> -0-
<b>5</b>	Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18.) . . . . .		<b>5</b> 676,025

**Part XIV**   **Supplemental Information**

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

**Part XIV** Supplemental Information *(continued)*

Area for supplemental information with horizontal dashed lines.

SCHEDULE I  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Name of the organization

McDermott Will & Emery Charitable Foundation

Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

OMB No 1545-0047

2011

Open to Public  
Inspection

Employer identification number

36-3172396

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000.

Part II can be duplicated if additional space is needed ☐

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

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ☐

3 Enter total number of other organizations listed in the line 1 table ☐

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

Cat No 50055P

Schedule I (Form 990) (2011)





**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

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

► Attach to Form 990 or 990-EZ.

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**McDermott Will & Emery Charitable Foundation**

Employer identification number

**36-3172396**

Copies of Form 990 are distributed to all Directors

Chairman reviews with preparer complete Federal return

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

No Director or Officer is compensated by this entity.

N & A of Organization		EIN	IRS Sect	Cash Amt	Page 1 of 4	
Equal Justice Works		52-1469738	501 (C)(3)	\$90,000		
2120 L St, NW #450						
Washington DC 20037						
Human Rights First		13-311664		\$22,500		
100 Maryland Ave NE #500						
Washington, DC 20002						
Medical Legal Partnership Boston		04-3314093		\$20,000		
88 E Newton Street #5						
Boston, MA 02118						
The Field Museum		36-216-7011		\$20,000		
1400 S. Lake Shore Drive						
Chicago, IL 60605-2496						
Camp Harbor View Foundation		75-3235491		\$15,000		
c/o Connors Family Office						
200 Clarendon St, 60th Fl						
Boston, MA 02116						
Lawyers Without Borders, Inc			501 (C)(3)	\$15,000		
750 Main St, #1500						
Hartford, CT 06103						
Chicago Bar Foundation		36-6109584	501 (C)(3)	\$15,000		
321 S Plymouth Court, #3B						
Chicago, IL 60606						
American Red Cross		55-0196605		\$10,057		
2025 E Street, NW						
Washington DC 20006						

Immigration Equality	13-3802711		\$10,000	Page 2 of 4	
40 Exchange Place #1705 N Y. N Y 10005					
Public Counsel Law Center 610 S Ardmore Ave Los Angeles, CA 90005	23-7105149	501 (C)(3)	\$10,000		
Legal Assistance Foundation of Metropolitan Chicago 111 W Jackson Blvd , #300 Chicago, IL 60604	36-2754650	501 (C)(3)	\$10,000		
Children's Law Center 616 H Street, NW Washington, DC 20001	52-1961588	501 (C)(3)	\$10,000		
Lawyers for the Creative Arts 213 W Institute Plaza #403 Chicago, IL 60610-3194	23-7310602	501 (C)(3)	\$10,000		
Kidney Trust c/o DaVita, Inc 1551 Wewatta Street Denver, CO 80202	20-4941189		\$10,000		
The Law Project 100 N LaSalle St #600 Chicago, IL 60602-2403			\$10,000		
Legal Aid Foundation of Los Angeles 1102 Crenshaw Blvd Los Angeles, CA 90019-3111	95-1684067	501 (C)(3)	\$10,000		

Operation Smile		501 (C)(3)	\$10,000	Page 3 of 4	
6435 Tidewater Drive					
Norfolk, VA 23509					
Children's Law Center of MA	04-2622153	501 (C)(3)	\$10,000		
298 Union Street					
Lynn, MA 01903					
National Immigrant Justice Center	36-1877640	501 (C)(3)	\$7,500		
208 S LaSalle ST #1818					
Chicago, IL 60604					
Lawyers Alliance for New York			\$7,500		
171 Madison Ave, 6th Floor					
New York, N Y 10016					
Advocates for Children	11-2247307	501 (C)(3)	\$7,500		
151 W 30th ST 5th Fl					
NY NY 10001					
Equip for Equality	36-3361312	501 (C)(3)	\$7,500		
20 N Michigan Ave., #300					
Chicago, IL 60602					
Legal Aid Society of San Mateo County	94-1451894	501 (C)(3)	\$6,000		
521 E 5th Ave ,					
San Mateo, CA 94402					
Northside Center for Child Development, Inc			\$6,000		
152 W 57th St, #52nd Floor					
New York, N Y 10019					

American Heart Association				\$6,000	Page 4 of 4	
P O Box 4002902						
Des Moines, IA 50340-2902						
B'nai B'rith	53-0179971			\$6,000		
3397 Barham Blvd						
Los Angeles, CA 90068						
Light up the Night c/o Albany Med Ctr Foundation 43 New Scotland Ave Albany, N Y 12208-3478	14-6023119	501 '(C)(3)		\$6,000		
Tournaments for Charity	02-0618422			\$6,000		
250 Est 5th Street Cincinnati, Ohio 45202						
Human Rights Watch 325 W Huron St, #304 Chicago, IL 60654	13-2875808	501 '(C)(3)		\$6,000		
Public Law Center 601 Civic Center Dr West Santa Ana, CA 92701-4002	95-3709253			\$5,750		

<u>Organization</u>	<u>Amount</u>
ABA (Death Penalty Representation Project)	\$500.00
Advocates for Children of NY	\$7,500.00
Advocates for Children of NY	\$1,500.00
AIDS Legal Council of Chicago	\$2,500.00
AIDS Legal Council of Chicago	\$900.00
Aids Walk Washington	\$1,000.00
Albany Medical Center	\$6,000.00
Alzheimer's Family Services Center	\$1,500.00
American Heart Association	\$6,000.00
American Heart Association	\$1,500.00
American Ireland Fund	\$3,333.00
American Red Cross	\$10,057.00
Appleseed	\$3,000.00
Beaumont Foundation	\$1,125.00
Bet Tzedek	\$5,000.00
Big Brothers & Big Sisters of San Diego County	\$750.00
B'nai B'rith	\$6,000.00
Boston Area Rape Crisis	\$1,500.00
Boy Scouts of America	\$3,000.00
Boys & Girls Clubs of America	\$5,000.00
Cabrini Green Legal Aid	\$2,500.00
CAIR Coalition	\$5,000.00
Catholic Charities Immigration Legal Services	\$500.00
CDH Foundation	\$3,334.00
Chicago Bar Foundation	\$7,500.00
Chicago Bar Foundation	\$7,500.00
Chicago Bar Foundation	\$2,500.00
Chicago Cubs Charities	\$3,000.00
Chicago Legal Clinic	\$2,500.00
Chicago Volunteer Legal Services	\$1,500.00
Children's Law Center	\$10,000.00
Children's Law Center of Massachusetts	\$10,000.00
Community Legal Services East Palo Alto	\$2,500.00
Constitutional Rights Foundation	\$3,750.00
DC Bar Foundation	\$12,500.00
Discovering Justice	\$2,500.00
Equal Justice Works	\$90,000.00
Equal Justice Works	\$5,000.00
Equality Illinois Education Project	\$2,000.00
Equip for Equality	\$7,500.00
Equip for Equality	\$4,000.00
Equilty Illinois	\$1,500.00
Families for Depression Awareness	\$1,500.00
Family Defense Center	\$2,500.00
Greater Boston Legal Services	\$2,000.00

<u>Organization</u>	<u>Amount</u>
Greater Boston Legal Services	\$1,500.00
Griffith Tutoring	\$600.00
Gulf Stream Council, BSA	\$2,000.00
Hackensack Univ Medical Center Foundation	\$3,000.00
Halifax Health Systems	\$2,500.00
HMNMH Foundation	\$750.00
Holy Name Medical Center	\$2,500.00
Hope House	\$2,000.00
Human Rights First	\$12,500.00
Human Rights First	\$10,000.00
Human Rights Watch	\$6,000.00
Human Rights Watch	\$2,000.00
Humane Society of Charles County	\$1,500.00
IKO Charity Golf Tournament	\$3,000.00
Illinois Legal Aid Online	\$1,000.00
Immigration Equality	\$10,000.00
Immigration Equality	\$1,500.00
Inner City Law Center	\$2,500.00
James R Jordan Boys & Girls Club	\$1,875.00
Jewish Home LifeCare	\$2,000.00
Kidney Trust	\$10,000.00
L A Works	\$5,000.00
Ladder Up	\$5,000.00
Lambda Legal	\$5,000.00
Lambda Legal	\$2,500.00
Lawyers Alliance for New York	\$7,500.00
Lawyers for Children America, Inc	\$2,500.00
Lawyers for the Creative Arts	\$10,000.00
Lawyers Without Borders	\$15,000.00
Legal Aid Society of Orange County	\$3,000.00
Legal Aid Bureau	\$1,000.00
Legal Aid Foundation of Los Angeles	\$10,000.00
Legal Aid Society	\$5,000.00
Legal Aid Society of San Mateo County	\$6,000.00
Legal Aid Society of San Mateo County	\$1,100.00
Legal Assistance Foundation (LAF)	\$10,000.00
Legal Counsel for the Elderly	\$2,500.00
Legal Services for Children	\$2,500.00
Legal Services of Greater Miami	\$5,000.00
Lower Manhattan Cultural Center	\$2,250.00
Massachusetts Eye & Ear Infirmary	\$3,000.00
Medecins San Fortieres/Doctors W/O Borders	\$1,500.00
Medical Legal Partnership Boston	\$20,000.00
Milford Regional Medical Center	\$3,000.00
National Immigrant Justice Center	\$7,500.00
New York Lawyers for the Public Interest	\$5,000.00

<u>Organization</u>	<u>Amount</u>
Northside Center for Child Development , Inc.	\$6,000.00
Northwestern University School of Law	\$500.00
OneJustice	\$1,000.00
Operation Smile	\$10,000.00
Orangewood Children's Foundation	\$1,500.00
Pace University	\$3,000.00
Philippine American Bar Association (PABA)	\$2,500.00
PILnet	\$5,000.00
Political Asylum/Immigration Project (PAIR)	\$3,000.00
Pro Bono Institute	\$5,000.00
Pro Bono Institute	\$5,000.00
Pro Bono Institute	\$1,800.00
probono.net	\$5,000.00
Public Counsel	\$10,000.00
Public Interest Law Initiative	\$5,000.00
Public Interest Law Initiative	\$2,500.00
Public Law Center	\$5,750.00
Public Law Center	\$3,500.00
Redlands Community Hospital Foundation	\$1,000.00
Resurrection Development Foundation	\$5,000.00
Rockford Memorial Development Foundation	\$3,670.00
Rodman Ride for Kids	\$2,000.00
Sikh Coalition	\$1,000.00
St Joseph's Healthcare System	\$1,125.00
St Luke's Children's Hospital	\$3,000.00
Teach for America	\$4,800.00
The Breast Cancer Research Foundation	\$2,500.00
The Camp Harbor View Foundation	\$15,000.00
The Carle Development Foundation	\$2,000.00
The Children's Fund for GSD Research	\$3,000.00
The Field Museum	\$20,000.00
The Law Project	\$10,000.00
The Other Bar	\$250.00
The Women's Bar Foundation	\$750.00
Tournaments for Charity	\$6,000.00
UCLA UniCamp	\$1,500.00
United Way of New York City	\$1,125.00
Vera Institute for Justice	\$3,000.00
Volunteer Lawyers for the Arts	\$5,000.00
Volunteer Lawyers for the Arts	\$1,000.00
Washington Council of Lawyers	\$1,000.00
Washington Lawyers' Committee	\$5,000.00
Washington Legal Clinic	\$5,000.00
Western Center on Law & Poverty	\$1,000.00



McDermott Will Emery  
Charitable Foundation

36-3172396

<u>Organization</u>	<u>Amount</u>
Western Justice Center	\$3,000.00
WFMT	\$3,000.00
Whitman Walker Clinic	\$5,000.00
Whittier Health Center	\$1,125.00
Women's Fund of Miami-Dade	\$1,500.00
Working in the Schools (WITS)	\$1,000.00
<b>TOTAL CONTRIBUTIONS</b>	<hr/> \$675,719.00
]	\$15.00
:	\$10.00
]	<hr/> \$281.00
<b>TOTAL DISBURSEMENTS</b>	<hr/> \$676,025.00

# McDermott Will & Emery Charitable Foundation

Financial Statements — Cash Basis as of  
and for the Years Ended December 31, 2011  
and 2010, Supplemental Schedule for the  
Year Ended December 31, 2011, and  
Independent Auditors' Report

# **MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION**

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## INDEPENDENT AUDITORS' REPORT

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

We have audited the accompanying statements of assets and net assets — cash basis of the McDermott Will & Emery Charitable Foundation (the "Foundation") as of December 31, 2011 and 2010, and the related statements of revenue, expenses, and changes in net assets — cash basis for the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

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

In our opinion, such financial statements present fairly, in all material respects, the assets and net assets of the Foundation as of December 31, 2011 and 2010, and its revenue, expenses, and changes in net assets for the years then ended on the basis of accounting discussed in Note 2 to the financial statements.

Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The supplemental schedule on pages 7–10 is presented for the purpose of additional analysis and is not a required part of the financial statements. This schedule is the responsibility of the Foundation's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such schedule has been subjected to the auditing procedures applied in our audit of the 2011 financial statements and certain additional procedures, including comparing and reconciling such schedule directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, such schedule is fairly stated in all material respects in relation to the 2011 financial statements as a whole.

*Deloitte & Touche LLP*

April 30, 2012

# **MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION**

## **STATEMENTS OF ASSETS AND NET ASSETS — CASH BASIS AS OF DECEMBER 31, 2011 AND 2010**

---

	<b>2011</b>	<b>2010</b>
ASSETS — Cash	<u>\$ 91,176</u>	<u>\$395,070</u>
NET ASSETS	<u>\$ 91,176</u>	<u>\$395,070</u>

See notes to financial statements — cash basis.

## MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

### STATEMENTS OF REVENUE, EXPENSES, AND CHANGES IN NET ASSETS — CASH BASIS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

---

	2011	2010
REVENUE:		
Contributions	\$ 591,897	\$ 597,663
Less amounts designated to other organizations by donors	<u>(219,766)</u>	<u>(242,418)</u>
Net revenue	372,131	355,245
EXPENSES — Donations and Grants	<u>(676,025)</u>	<u>(722,295)</u>
DECREASE IN NET ASSETS	(303,894)	(367,050)
NET ASSETS:		
Beginning of year	<u>395,070</u>	<u>762,120</u>
End of year	<u>\$ 91,176</u>	<u>\$ 395,070</u>

See notes to financial statements — cash basis.

## **MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION**

### **NOTES TO FINANCIAL STATEMENTS — CASH BASIS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010**

---

#### **1. NATURE OF ORGANIZATION AND ACTIVITIES**

The McDermott Will & Emery Charitable Foundation (the "Foundation") is a nonprofit organization that receives all of its funding from approximately 260 domestic capital partners of the international law firm partnership of McDermott Will & Emery LLP (the "Firm"), its employees, as well as the Firm. The Foundation's purpose is to support the efforts and projects solely of other charitable organizations through the disbursement of donations and grants. The capital partners make recommendations and the Foundation's management ultimately decides which charitable organizations receive funding. The Firm funds all contributions except amounts designated to other organizations by donors and intends to fund any future commitments in excess of net assets.

#### **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

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

**Amounts Designated to Other Organizations by Donors** — Contributions designated by donors for use by specific beneficiaries are presented on the statements of revenue, expenses, and changes in net assets — cash basis as a contra revenue account in the same period the contribution revenue is recorded and, therefore, excluded from Foundation expenses when the amount is contributed to the donor designated organization. As of December 31, 2011 and 2010, all such amounts were contributed to the donor designated organization.

**Subsequent Events** — For the year ended December 31, 2011, the Foundation has evaluated all subsequent events through April 30, 2012, which is the date the financial statements were available to be issued.

#### **3. EXPENSES PAID BY RELATED PARTY**

Certain administrative expenses related to the Foundation, including postage and audit fees, are absorbed by the Firm and are not reflected in the Foundation's financial statements. Costs absorbed by the Firm on behalf of the Foundation approximated \$20,000 (unaudited) for each of the years ended December 31, 2011 and 2010.

#### **4. CONCENTRATION OF CREDIT RISK**

There is a concentration of credit risk arising from cash balances in excess of the Federal Deposit Insurance Corporation's insured limit of \$250,000 as of December 31, 2010, therefore, there is a potential risk of loss of funds in excess of the insurance limit.

**5. INCOME TAXES**

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

**6. COMMITMENTS**

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

**Years Ending  
December 31**

2012	\$ 90,000
2013	<u>45,000</u>
Total	<u>\$ 135,000</u>

\* \* \* \* \*



**SUPPLEMENTAL SCHEDULE**

## MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

### SCHEDULE OF EXPENSES — CASH BASIS DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2011

---

Organization	Amount
ABA (Death Penalty Representation Project)	\$ 500
Advocate for Children of NY	\$ 7,500
Advocates for Children of New York	\$ 1,500
AIDS Legal Council of Chicago	\$ 3,400
Aids Walk Washington	\$ 1,000
Albany Medical Center	\$ 6,000
Alzheimer's Family Services Center	\$ 1,500
American Heart Association	\$ 7,500
American Ireland Fund	\$ 3,333
American Red Cross (Japan Relief Fund)	\$ 10,057
Appleseed	\$ 3,000
Beaumont Foundation	\$ 1,125
Bet Tzedek	\$ 5,000
Big Brothers & Big Sisters of San Diego County	\$ 750
B'nai B'rith	\$ 6,000
Boston Area Rape Crisis	\$ 1,500
Boy Scouts of America	\$ 3,000
Boys & Girls Clubs of America	\$ 5,000
Cabrini Green Legal Aid	\$ 2,500
CAIR Coalition	\$ 5,000
Carle Development Foundation	\$ 2,000
Catholic Charities Immigration Legal Services	\$ 500
CDH Foundation	\$ 3,334
Chicago Bar Foundation	\$ 17,500
Chicago Cubs Charities	\$ 3,000
Chicago Legal Clinic	\$ 2,500
Chicago Volunteer Legal Services	\$ 1,500
Children's Law Center	\$ 10,000
Children's Law Center of Massachusetts	\$ 10,000
Community Legal Services East Palo Alto	\$ 2,500
Constitutional Rights Foundation	\$ 3,750
DC Bar Foundation	\$ 12,500
Discovering Justice	\$ 2,500
Equal Justice Works	\$ 95,000
Equality Illinois Education Project	\$ 2,000
Equip for Equality	\$ 11,500
Equality Illinois	\$ 1,500
Families for Depression Awareness	\$ 1,500
Family Defense Center	\$ 2,500
Greater Boston Legal Services	\$ 3,500

(Continued)

## **MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION**

### **SCHEDULE OF EXPENSES — CASH BASIS DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2011**

---

<b>Organization</b>	<b>Amount</b>
Griffith Tutoring	\$ 600
Gulf Stream Council , BSA	\$ 2,000
Hackensack University Medical Center Foundation	\$ 3,000
Halifax Health Systems	\$ 2,500
HMNMH Foundation	\$ 750
Holy Name Medical Center	\$ 2,500
Hope House	\$ 2,000
Human Rights First	\$ 22,500
Human Rights Watch	\$ 8,000
Humane Society of Charles County	\$ 1,500
IKO Charity Golf Tournament	\$ 3,000
Illinois Legal Aid Online	\$ 1,000
Immigration Equality	\$ 11,500
Inner City Law Center	\$ 2,500
James R Jordan Boys & Girls Club	\$ 1,875
Jewish Home LifeCare	\$ 2,000
Kidney Trust	\$ 10,000
LA Works	\$ 5,000
Ladder Up	\$ 5,000
Lambda Legal	\$ 7,500
Lawyers Allicance for New York	\$ 7,500
Lawyers for Children America, Inc	\$ 2,500
Lawyers for the Creative Arts	\$ 10,000
Lawyers Without Borders	\$ 15,000
Legal Aid Bureau	\$ 1,000
Legal Aid Foundation of Los Angeles	\$ 10,000
Legal Aid Society of DC	\$ 5,000
Legal Aid Society of Orange County	\$ 3,000
Legal Aid Society of San Mateo County	\$ 7,100
Legal Assistance Foundation	\$ 10,000
Legal Counsel for the Elderly	\$ 2,500
Legal Services for Children	\$ 2,500
Legal Services of Greater Miami	\$ 5,000
Lower Manhattan Cultural Center	\$ 2,250
Massachusetts Eye & Ear Infirmary	\$ 3,000
Medecins San Fortieres/Doctors W/O Borders	\$ 1,500
Medical Legal Partnership Boston	\$ 20,000
Milford Regional Medical Center	\$ 3,000
National Immigrant Justice Center	\$ 7,500
New York Lawyers for the Public Interest	\$ 5,000

(Continued)

## MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION

### SCHEDULE OF EXPENSES — CASH BASIS DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2011

---

Organization	Amount
Northside Center for Child Development, Inc.	\$ 6,000
Northwestern University School of Law	\$ 500
OneJustice	\$ 1,000
Operation Smile	\$ 10,000
Orangewood Children's Foundation	\$ 1,500
Pace University	\$ 3,000
Philippine American Bar Association (PABA)	\$ 2,500
PILnet	\$ 5,000
Political Asylum/Immigration Project (PAIR)	\$ 3,000
Pro Bono Institute	\$ 11,800
probono.net	\$ 5,000
Public Counsel	\$ 10,000
Public Interest Law Initiative (PILI)	\$ 7,500
Public Law Center	\$ 9,250
Redlands Community Hospital Foundation	\$ 1,000
Resurrection Development Foundation	\$ 5,000
Rockford Memorial Development Foundation	\$ 3,670
Rodman Ride for Kids	\$ 2,000
Sikh Coalition	\$ 1,000
St Luke's Children's Hospital	\$ 3,000
St. Joseph's Healthcare System	\$ 1,125
Teach for America	\$ 4,800
The Breast Cancer Research Foundation	\$ 2,500
The Camp Harbor View Foundation	\$ 15,000
The Children's Fund for GSD Research	\$ 3,000
The Field Museum	\$ 20,000
The Law Project	\$ 10,000
The Other Bar	\$ 250
The Women's Bar Foundation	\$ 750
Tournaments for Charity	\$ 6,000
UCLA UniCamp	\$ 1,500
United Way of New York City	\$ 1,125
Vera Institute of Justice	\$ 3,000
Volunteer Lawyers for the Arts	\$ 6,000
Washington Council of Lawyers	\$ 1,000
Washington Lawyers' Committee	\$ 5,000
Washington Legal Clinic	\$ 5,000
Western Center on Law & Poverty	\$ 1,000
Western Justice Center	\$ 3,000
WFMT	\$ 3,000

(Continued)

## **MCDERMOTT WILL & EMERY CHARITABLE FOUNDATION**

### **SCHEDULE OF EXPENSES — CASH BASIS DONATIONS AND GRANTS FOR THE YEAR ENDED DECEMBER 31, 2011**

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<b>Organization</b>	<b>Amount</b>
Whitman Walker Clinic	\$ 5,000
Whittier Health Center	\$ 1,125
Women's Fund of Miami-Dade	\$ 1,500
Working in the Schools (WITS)	\$ 1,000
Other expenses	<u>\$ 306</u>
<b>TOTAL EXPENSES — Cash Basis Donations and Grants</b>	<b><u>\$ 676,025</u></b>

(Concluded)