Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: THE BUCHANAN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 222 E. WISCONSIN AVENUE

Room/suite:

City or town, state, and ZIP code: LAKE FOREST, IL 60045

A Employer identification number: 36-6160998

B Telephone number: (847) 234-0235

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 48,406,538.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	244.	244.		STATEMENT 1
	4	Dividends and interest from securities	1,804,035.	1,804,035.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	162,809.			
	b	Gross sales price for all assets on line 6a 10,069,072.				
	7	Capital gain net income (from Part IV, line 2)		162,809.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total** Add lines 1 through 11	1,967,088.	1,967,088.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	150,000.	0.		150,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	7,535.	5,651.		1,884.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	33,793.	2,517.		11,276.
	19	Depreciation and depletion				
	20	Occupancy	12,400.	0.		12,400.
	21	Travel, conferences, and meetings	668.	0.		668.
	22	Printing and publications				
	23	Other expenses STMT 5	25,446.	20,110.		5,336.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	229,842.	28,278.		181,564.
	25	Contributions, gifts, grants paid	2,210,000.			2,210,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,439,842.	28,278.		2,391,564.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<472,754.>			
	b	**Net investment income** (if negative, enter -0-)		1,938,810.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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LHA **For Paperwork Reduction Act Notice, see instructions.**

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,552,582.	2,607,210.	2,607,210.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 6	5,042,771.	1,044,759.	1,036,444.
	b	Investments - corporate stock STMT 7	7,946,917.	12,080,984.	12,606,080.
	c	Investments - corporate bonds STMT 8	30,521,854.	28,858,417.	32,156,804.
	11	Investments - land, buildings and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	45,064,124.	44,591,370.	48,406,538.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	8,528,072.	8,528,072.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	36,536,052.	36,063,298.	
	30	**Total net assets or fund balances**	45,064,124.	44,591,370.	
	31	**Total liabilities and net assets/fund balances**	45,064,124.	44,591,370.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	45,064,124.
2	Enter amount from Part I, line 27a	2	<472,754.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	44,591,370.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	44,591,370.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	10,069,072.		9,906,263.	162,809.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				162,809.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 162,809.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	2,395,260.	48,305,929.	.049585
2009	2,266,100.	46,388,024.	.048851
2008	2,398,480.	47,535,443.	.050457
2007	2,438,892.	49,426,078.	.049344
2006	2,220,378.	48,268,831.	.046000

2	Total of line 1, column (d)	2	.244237
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048847
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	47,471,741.
5	Multiply line 4 by line 3	5	2,318,852.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19,388.
7	Add lines 5 and 6	7	2,338,240.
8	Enter qualifying distributions from Part XII, line 4	8	2,391,564.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	19,388.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	19,388.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	19,388.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	26,670.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	26,670.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	7,282.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		7,282. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year?	7	X	
If "Yes," complete Part II, col (c), and Part XV			
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HUNTINGTON ELDRIDGE, JR. Telephone no. ▶414-351-2118

Located at ▶9310 RANGELINE ROAD, MILWAUKEE, WI ZIP+4 ▶53217

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" *if the foundation agreed to make a grant to or to employ the official for a period after* termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		150,000.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 2

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	44,467,828.
b	Average of monthly cash balances		1b	3,726,833.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	48,194,661.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	48,194,661.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	722,920.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	47,471,741.
6	**Minimum investment return.** Enter 5% of line 5		6	2,373,587.

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

1	Minimum investment return from Part X, line 6		1	2,373,587.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 19,388.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	19,388.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,354,199.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,354,199.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	2,354,199.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,391,564.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,391,564.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	19,388.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,372,176.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,354,199.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010 606.				
f Total of lines 3a through e	606.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 2,391,564.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				2,354,199.
e Remaining amount distributed out of corpus	37,365.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	37,971.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012** Subtract lines 7 and 8 from line 6a	37,971.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010 606.				
e Excess from 2011 37,365.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 ***Information Regarding Foundation Managers:***

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NO INDIVIDUALS	PUBLIC	GENERAL OPERATING, ENDOWMENT OR CAPITAL UNLESS OTHERWISE STATED	2,210,000.
Total			▶ 3a	2,210,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	244.	
4 Dividends and interest from securities			14	1,804,035.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	162,809.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,967,088.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,967,088.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Signature of officer or trustee

5/8/12 Date

▶ Trustee Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
THOMAS W. DAVIS	THOMAS W. DAVIS	05/03/12		P00058448

Firm's name ▶ HILL, BARTH & KING LLC

Firm's EIN ▶ 34-1723566

Firm's address ▶ 7680 MARKET STREET
YOUNGSTOWN, OH 44512

Phone no. (330)758-8613

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
GOLDMAN SACHS	159.
NORTHERN TRUST	85.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	244.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS	1,704,690.	0.	1,704,690.
WILLIAM BLAIR AND CO	99,345.	0.	99,345.
TOTAL TO FM 990-PF, PART I, LN 4	1,804,035.	0.	1,804,035.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES AND TAX PREPARATION FEES	7,535.	5,651.		1,884.
TO FORM 990-PF, PG 1, LN 16B	7,535.	5,651.		1,884.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	11,276.	0.		11,276.
FOREIGN TAXES	2,517.	2,517.		0.
FEDERAL TAXES	20,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	33,793.	2,517.		11,276.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	187.	170.		17.
INVESTMENT AGENTS FEES	19,940.	19,940.		0.
OFFICE SUPPLIES	2,067.	0.		2,067.
INSURANCE	400.	0.		400.
UTILITIES	737.	0.		737.
PAYCHEX FEE	2,115.	0.		2,115.
TO FORM 990-PF, PG 1, LN 23	25,446.	20,110.		5,336.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	X		1,044,759.	1,036,444.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,044,759.	1,036,444.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,044,759.	1,036,444.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	12,080,984.	12,606,080.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,080,984.	12,606,080.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	28,858,417.	32,156,804.
TOTAL TO FORM 990-PF, PART II, LINE 10C	28,858,417.	32,156,804.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KENNETH H. BUCHANAN 371 VINE AVENUE HIGHLAND PARK, IL 60035	PRESIDENT 40.00	75,000.	0.	0.
HUNTINGTON ELDRIDGE, JR. 9310 RANGELINE ROAD MILWAUKEE, WI 53217	TREASURER 40.00	75,000.	0.	0.
G.M. WALSH 201 BAYSHORE AVE. COLUMBIANA, OH 44408	V.P & SECR. 0.00	0.	0.	0.
KENT CHANDLER 921 WESTMINSTER ROAD LAKE FOREST, IL 60045	DIRECTOR 0.00	0.	0.	0.
JOHN A. ANDERSEN 810 CHALMERS COURT LAKE FOREST, IL 60045	DIRECTOR 0.00	0.	0.	0.
CHARLES F. KANE, JR. P.O. BOX 241 DUXBURY, MA 02331	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		150,000.	0.	0.

SUPPORTING STATEMENTS - FORM 990-PF

THE BUCHANAN FAMILY FOUNDATION, #36-6160998
YEAR ENDED DECEMBER 31, 2011

	12/31/11 Book Value	12/31/11 Market Value

Part II, Line 2a, Savings and Temporary Cash Investments

William Blair Funds Ready Reserves Fund	1,654,250	1,654,250
Goldman Sachs Bank Deposit (BDA)	934,484	934,484
Savings - Northern Trust & Goldman Sachs	18,476	18,476
	2,607,210	2,607,210

Part II, Line 10a, Investments - U.S. and State Govt Obligations

Goldman Sachs Ultra-Short Duration Govt Fund 118,586 302 shares	1,044,759	1,036,444
	1,044,759	1,036,444

Part II, Line 10b, Investments - Corporate Stock

Abbott Laboratories - 5,000 shares	243,390	281,150
Apple, Inc - 720 shares	244,746	291,600
AT & T Inc - 8,970 shares	270,981	271,253
Bank of Montreal - 3,800 shares	249,785	208,278
Bemis Co Inc - 8,800 shares	251,638	264,704
Bristol -Myers Squibb Company - 12,716 shares	290,661	448,112
Cardinal Health - 6,000 shares	237,996	243,660
Caterpillar Inc - 1,400 shares	124,600	126,840
CenturyLink, Inc - 9,590 shares	390,229	356,748
Chevron Corporation - 5,000 shares	500,390	532,000
Clorox Co - 5,000 shares	299,805	332,800
Colgate-Palmolive Co - 5,000 shares	386,813	461,950
Conocophillips - 3,200 shares	249,408	233,184
CSX Corporation - 4,000 shares	81,789	84,240
Cummins Inc Common stock-3,500 shares	332,733	308,070
Dow Chemical Co - 8,410 shares	222,893	241,872
Emerson Electric Co. - 7,500 shares	355,964	349,425
Exxon Mobil Corporation - 5,308 shares	352,125	449,906
General Electric Co - 10,000 shares	239,588	179,100
General Mills Inc - 10,000 shares	299,530	404,100
Goldman Sachs Group, Inc - 2,000 shares	334,922	180,860
HCP, Inc - 2,500 shares	81,731	103,575
Intel Corporation - 5,000 shares	107,250	121,250
Intl Business Machines Corp - 3,877 shares	512,804	712,903
J M. Smucker Co - 2,500 shares	138,969	195,425
Johnson & Johnson - 8,209 shares	496,257	538,346
Johnson Controls Inc - 3,500 shares	121,076	109,410
McDonald's Corp - 4,500 shares	336,304	451,485
Microsoft Corporation - 5,000 shares	135,725	129,800
Northern Trust Corporation - 5,000 shares	230,571	198,300
Nucor Corporation - 10,000 shares	632,829	395,700
Pfizer Inc - 5,000 shares	111,800	108,200
Plum Creek Timer Co Inc Com - 6,000 shares	248,297	219,360
Proctor & Gamble Company - 5,000 shares	313,811	333,550
Public Service Enterprise Group Holding Co - 2,500 shares	81,972	82,525

SUPPORTING STATEMENTS - FORM 990-PF

THE BUCHANAN FAMILY FOUNDATION, #36-6160998
YEAR ENDED DECEMBER 31, 2011

	12/31/11 Book Value	12/31/11 Market Value
Royal Dutch Shell PLC - 4,500 shares	317,314	328,905
Schlumberger LTD - 5,000 shares	457,992	341,550
Spectra Energy Corp - 5,000 shares	117,979	153,750
Sysco Corp - 4,710 shares	125,265	138,144
The Southern Company - 5,000 shares	146,150	231,450
Union Paciifc Corp - 2,000 shares	143,550	211,880
United Parcel Service, Inc - 7,500 shares	523,980	548,925
Vodafone Group PLC - 8,500 shares	249,304	238,255
Walgreen Co - 7,590 shares	250,622	250,925
Waste Management Inc Del - 6,500 shares	239,446	212,615
	12,080,984	12,606,080

Part II, Line 10c, Investments - Corporate Bonds

	12/31/11 Book Value	12/31/11 Market Value
Amgen Inc SR Unsecured 2 3% 6-15-16; 250,000	250,414	251,708
AT&T Inc , 5 5%, 2/1/18	2,986,905	3,472,590
BB & T Corp SR Medium Term 3 2% 3-15-16, 250,000	251,007	260,608
Berkshire Hathaway Finance Corp., 4 85%, 1/15/15	2,007,204	2,215,480
Chevron Corporation 3 95% 3/3/14	2,031,762	2,138,800
Cintas Corp No 2 2 85% 6-1-16, 250,000	251,404	256,385
Colgate Palmolive Co 1 3% 1-15-17, 400,000	400,139	397,332
Express Scripts Inc 3.125% 5-15-16, 250,000	251,090	251,385
Fiserv Inc SR NT 3.125% 10-1-15, 250,000	249,966	256,100
GE Capital Corp , 5.875, 2/15/12	1,999,111	2,012,120
GE Capital Corp., 5.625%, 9/5/17	1,015,217	1,106,780
GE Capital Corp., 5 25%, 12/6/17	1,000,504	1,147,760
Honeywell International, Inc , 5 3%, 3/1/18	1,991,158	2,358,600
Johnson & Johnson, 5 15%, 7/15/18	998,654	1,207,380
Merrill Lynch & Co Inc 6 4% 8-28-17, $200,000	217,667	193,660
Northern Trust Corporation, 3 45%, 11/4/20	996,528	1,029,720
Pepsico, Inc , 5.0%, 6/1/18	1,975,476	2,323,500
Pepsico, Inc , 3 75%, 03/01/14	1,003,052	1,063,250
Philip Morris International, 6 875%, 3/17/14	1,052,300	1,125,040
Pitney Bowes Inc 5.0% 3-15-15, 250,000	264,388	264,435
Proctor & Gamble Company, 3 5%, 2/15/15	1,000,754	1,076,840
St Jude Medical Inc SR NT 2 2% 9-15-13; 250,000	253,731	254,538
Target Corporation, 6 0%, 1/15/18	2,068,070	2,436,720
Verizon Communications, Inc , 5 5%, 4/1/17	2,006,212	2,315,540
Wal-mart Stores Inc 4 25% 4-15-21; 250,000	253,545	288,873
Wal-Mart Stores, Inc., 5 8%, 2/15/18	2,082,159	2,451,660
	28,858,417	32,156,804

THE BUCHANAN FAMILY FOUNDATION

CONTRIBUTIONS PAID

For the year ended December 31, 2011

Page 11 - Part XV - Contributions Paid

CULTURAL	RECIPIENT ADDRESS	2011
The Adler Planetarium	Chicago, IL	$ 20,000
ARS Viva - Symphony Orchestra	Skokie, IL	20,000
The Art Institute of Chicago	Chicago, IL	100,000
The Chicago Historical Society	Chicago, IL	20,000
The Chicago Symphony Orchestra Society	Chicago, IL	20,000
The Field Museum of Natural History	Chicago, IL	20,000
The Goodman Theatre	Chicago, IL	10,000
Lake Forest Symphony Association	Lake Forest, IL	25,000
The Lyric Opera of Chicago	Chicago, IL	20,000
Milwaukee Public Museum	Milwaukee, WI	10,000
The Museum of Science and Industry	Chicago, IL	20,000
Performance Space 122	Brooklyn, NY	5,000
Ragdale Foundation	Lake Forest, IL	10,000
Ravinia Festival	Highland Park, IL	25,000
The Shedd Aquarium	Chicago, IL	20,000
The Steppenwolf Theatre Co.	Chicago, IL	10,000
MEDICAL		
Advocate Lutheran General Hospital	Chicago, IL	30,000
Children's Memorial Hospital of Chicago	Chicago, IL	50,000
Children's Hospital & Health System	Milwaukee, WI	20,000
Lake Forest Hospital	Lake Forest, IL	30,000
Lake Sunape Regional VNA & Hospice	New London, NH	5,000
Medical College of Wisconsin	Milwaukee, WI	5,000
Mercy Hospital and Medical Center	Chicago, IL	40,000
Northwestern Memorial Hospital	Chicago, IL	30,000
Rehabilitation Institute of Chicago	Chicago, IL	40,000
Rush University Medical Center	Chicago, IL	50,000

Page 11 - Part XV - Contributions Paid (Continued)

EDUCATIONAL	**RECIPIENT ADDRESS**	**2011**
Avon Old Farms School	Avon, CT	$ 25,000
Brown University	Providence, RI	10,000
Dartmouth Hitchcock Medical School	Lebanon, NH	5,000
Duxbury Bay Maritime School	Duxbury, MA	5,000
Foxcroft School	Middleburg, VA	15,000
Franklin & Marshall College	Lancaster, PA	25,000
Hyde School	Bath, ME	32,500
Illinois Institute of Technology	Chicago, IL	15,000
Kent School	Kent, CT	10,000
Lake Forest Academy	Lake Forest, IL	15,000
Lake Forest College	Lake Forest, IL	7,500
Lake Forest College-Buchanan Hall	Lake Forest, IL	250,000
Lake Forest Country Day School	Lake Forest, IL	15,000
Luster Learning Institute	Highland Park, IL	25,000
The Masters School	Dobbs Ferry, NY	100,000
Oldfields School	Glencoe, MD	35,000
Purdue University	West Lafayette, IN	50,000
Walsh University	North Canton, OH	50,000
Wellesley College	Wellesley, MA	5,000
Williams College	Williamstown, MA	25,000
ENVIRONMENTAL		
Chicago Botanical Garden	Chicago, IL	5,000
Chicago Horticultural Society	Glencoe, IL	50,000
Chicago Zoological Society - Brookfield Zoo	Brookfield, IL	25,000
Delta Waterfowl Foundation	Bismarck, ND	5,000
Equestrian Land Conservation Resource	Lexington, KY	5,000
Gasparilla Island Conservation & Improvement Assoc.	Boca Grande, FL	15,000
Great Lakes Alliance	Chicago, IL	15,000
International Crane Foundation	Baraboo, WI	35,000
Lake Forest Open Lands Association	Lake Forest, IL	25,000
Lincoln Park Zoological Society	Chicago, IL	25,000
Max McGraw Wildlife Foundation	Dundee, IL	10,000
Morton Arboretum	Lisle, IL	25,000
Nature Conservancy (Illinois office)	Chicago, IL	25,000
Open Land Project (Chicago, Illinois)	Chicago, IL	10,000
Peconic Land Trust	South Hampton, NY	5,000
Schlitz Audubon Center	Milwaukee, WI	15,000
Tall Pine Conservancy	Nashotah, WI	10,000
Wetlands Initiative	Chicago, IL	25,000
Wildlands Trust for Southeastern Massachusetts	Duxbury, MA	5,000

Page 11 - Part XV - Contributions Paid (Continued)

OTHER PUBLIC CHARITIES	RECIPIENT ADDRESS	2011
Boy Scouts of America	Chicago, IL	$ 15,000
Carolina Horse Park Foundation	Southern Pines, NC	5,000
Chicago Architecture Foundation	Chicago, IL	10,000
City of Lake Forest	Lake Forest, IL	10,000
Columbia St. Mary's Foundation	Milwaukee, WI	5,000
Fellow Mortals Animal Hospital	Lake Geneva, WI	20,000
Girl Scouts of America	Chicago, IL	15,000
Glenkirk Foundation	Northbrook, IL	25,000
Gorton Community Center	Lake Forest, IL	30,000
Green Mountain Horse Foundation	So. Woodstock, VT	15,000
Humility of Mary Housing Foundation	Akron, Ohio	5,000
Kids Uganda	Lake Bluff, IL	10,000
Lake County Community Foundation	Waukegan, IL	25,000
Lake Forest Library	Lake Forest, IL	20,000
Lake Forest Senior Center	Lake Forest, IL	60,000
Lambs Farm Foundation	Libertyville, IL	20,000
Newberry Library	Chicago, IL	15,000
Northern Suburban Special Rec Foundation	Northbrook, IL	10,000
Peconic Public Broadcasting	South Hampton, NY	2,500
Planned Parenthood Association	Chicago, IL	25,000
Presbyterian Homes	Evanston, IL	10,000
Special Children's Charities	Chicago, IL	5,000
St. Andrew's Episcopal Church	Boca Grande, FL	5,000
St. Christopher Episcopal Church	Milwaukee, WI	5,000
St. Jude Building Fund	Columbiana, OH	5,000
The Salvation Army	Chicago, IL	35,000
United States Equestrian Team	Gladstone, NJ	5,000
United Way/Crusade of Mercy	Chicago, IL	25,000
United Way/Lake Forest - Lake Bluff	Lake Forest, IL	25,000
WBEZ Alliance	Chicago, IL	2,500
Windrush Farm Foundation	Boxford, MA	5,000
WTTW - Channel 11	Chicago, IL	30,000
	TOTAL	$2,210,000