Form 990-PF Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning OCT 1, 2011 , and ending SEP 30, 2012

Name of foundation: FOGLIA FAMILY FOUNDATION

A Employer identification number: 36-3925857

Number and street (or P O box number if mail is not delivered to street address): 190 SOUTH LASALLE STREET

Room/suite: 1700

B Telephone number: (312)346-4101

City or town, state, and ZIP code: CHICAGO, IL 60603

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 4,210,926.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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	7,881,592.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	856.	856.		STATEMENT 2
	4 Dividends and interest from securities	9,896.	9,896.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	196,349.			STATEMENT 1
	b Gross sales price for all assets on line 6a 6,051,590.				
	7 Capital gain net income (from Part IV, line 2)		3,392,899.		
	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	8,088,693.	3,403,651.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	10,000.	10,000.		0.
	b Accounting fees				
	c Other professional fees STMT 5	10,135.	10,135.		0.
	17 Interest				
	18 Taxes STMT 6	33,835.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	15.	15.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	53,985.	20,150.		0.
	25 Contributions, gifts, grants paid	4,887,790.			4,887,790.
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,941,775.	20,150.		4,887,790.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	3,146,918.			
	b **Net investment income** (if negative, enter -0-)		3,383,501.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	653,934.	616,722.	616,722.
2 Savings and temporary cash investments	112,085.	1,698,322.	1,698,322.
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			
b Investments - corporate stock STMT 8	99,950.	1,731,415.	1,895,882.
c Investments - corporate bonds			
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 ▶)	10,537.	0.	0.
16 **Total assets** (to be completed by all filers)	876,506.	4,046,459.	4,210,926.
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 ▶ STATEMENT 9)	0.	23,035.	
23 **Total liabilities** (add lines 17 through 22)	0.	23,035.	
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	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	876,506.	4,023,424.	
30 **Total net assets or fund balances**	876,506.	4,023,424.	
31 **Total liabilities and net assets/fund balances**	876,506.	4,046,459.	

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	876,506.
2 Enter amount from Part I, line 27a	2	3,146,918.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,023,424.
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	4,023,424.

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	SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
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	6,051,590.		2,658,691.	3,392,899.
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				3,392,899.
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 3,392,899.

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 X 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	2,394,155.	0.	.000000
2009	4,291,552.	1,815,943.	2.363264
2008	4,372,581.	1,553,610.	2.814465
2007	4,518,972.	2,697,183.	1.675441
2006	4,648,745.	1,576,365.	2.949028

2	**Total** of line 1, column (d)	2	9.802198
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	1.960440
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	0.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	33,835.
7	Add lines 5 and 6	7	33,835.
8	Enter qualifying distributions from Part XII, line 4	8	4,887,790.

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	33,835.
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	33,835.
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	33,835.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 10,537.		
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	10,537.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	1.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	23,299.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶	11	

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? *If "Yes," attach a detailed description of the activities.*	2		X
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? *If "Yes," attach the statement required by General Instruction T.*	5		X
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? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
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 STMT 10	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 ▶ PAUL M. SHERIDAN, MADDEN, JIGANTI, Telephone no. ▶ 312-346-4101

Located at ▶ 190 S. LASALLE, SUITE 1700, CHICAGO, IL ZIP+4 ▶ 60603

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 X 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)? N/A	1b		
	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 X 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 X 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 X 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 X 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 X No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: X (No)

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes X 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
PATRICIA A. FOGLIA 43 CASTLETON COURT NORTH BARRINGTON, IL 60010	PRES. & DIR. 0.00	0.	0.	0.
VINCENT W. FOGLIA 43 CASTLETON COURT NORTH BARRINGTON, IL 60010	SEC,TRES, DIR 0.00	0.	0.	0.
KYMBERLY A. FOGLIA 51 HILLBURN LANE NORTH BARRINGTON, IL 60010	DIRECTOR 0.00	0.	0.	0.
VINCENT J. FOGLIA 121 RAVINE LANE NORTH BARRINGTON, IL 60010	DIRECTOR 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THERE ARE NO COMPENSATED EMPLOYEES.	0.00	0.	0.	0.

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

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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
THERE IS NO PROFESSIONAL RECEIVING OVER $50,000 FOR SERVICES.	N/A	0.

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	1,407,429.
b	Average of monthly cash balances	1b	1,473,895.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,881,324.
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	2,881,324.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 11	4	2,881,324.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	**Minimum investment return.** Enter 5% of line 5	6	0.

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	0.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 33,835.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	33,835.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
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	0.

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	4,887,790.
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	4,887,790.
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	33,835.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,853,955.

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				0.
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 4,639,937.				
b From 2007 4,442,055.				
c From 2008 4,328,038.				
d From 2009 4,242,471.				
e From 2010 2,404,860.				
f **Total** of lines 3a through e	20,057,361.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 4,887,790.				
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				0.
e Remaining amount distributed out of corpus	4,887,790.			
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	24,945,151.			
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	4,639,937.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	20,305,214.			
10 Analysis of line 9:				
a Excess from 2007 4,442,055.				
b Excess from 2008 4,328,038.				
c Excess from 2009 4,242,471.				
d Excess from 2010 2,404,860.				
e Excess from 2011 4,887,790.				

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).)

VINCENT W. FOGLIA

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 ▶ [X] 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	NONE			4,887,790.
Total			▶ 3a	4,887,790.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					856.
4 Dividends and interest from securities					9,896.
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					196,349.
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.		0.	207,101.

13 Total. Add line 12, columns (b), (d), and (e) 13 207,101.

(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).
3	THESE ITEMS OF INCOME ARE A DIRECT RESULT OF THE FOUNDATION
4	DIRECTORS INVESTMENT OF THE FOUNDATION ASSETS IN A PRUDENT MANNER
8	WHICH IS CONSISTENT WITH THEIR FUDICIARY DUTY TO THE FOUNDATION.

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

Patricia A. Foglia | 12-1-12 | President

Signature of officer or trustee | Date | 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: PAUL M. SHERIDAN III	Preparer's signature	Date: 11/26/12	Check ☐ if self-employed	PTIN: P00046174
Firm's name ▶ MADDEN, JIGANTI, MOORE & SINARS LLP			Firm's EIN ▶ 36-3618670	
Firm's address ▶ 190 S. LASALLE ST., SUITE 1700 CHICAGO, IL 60603			Phone no. 312-346-4101	

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

FOGLIA FAMILY FOUNDATION

Employer identification number

36-3925857

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. . . . . ▶ $ ____________

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

Name of organization	Employer identification number
FOGLIA FAMILY FOUNDATION	36-3925857

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	VINCENT W. FOGLIA 43 CASTLETON COURT NORTH BARRINGTON, IL 60010	$ 1,010,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	VINCENT W. FOGLIA 43 CASTLETON COURT NORTH BARRINGTON, IL 60010	$ 6,871,592.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
FOGLIA FAMILY FOUNDATION	36-3925857

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SEE ATTACHED SCHEDULE	$ 6,871,592.	VARIOUS

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: FOGLIA FAMILY FOUNDATION

Employer identification number: 36-3925857

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Foglia Family Foundation (36-3925857)
Form 990-PF, FYE September 30, 2011
Schedule of 2011-2012 Capital Transactions - Book Basis
Part I, Line 6a
Attached Statement

Description	Date of Sale	Date Acquired	# of Shares Sold	Sales Proceeds	Tax Basis	Tax Gain/Loss
SPDR Gold Trust	15-Nov-2011	7-Nov-2011	10,000 000	1,725,177	1,738,550	(13,373)
SPDR Gold Trust	16-Nov-2011	7-Nov-2011	6,000 000	1,043,530	1,043,130	400
Honeywell International	13-Jan-2012	20-Dec-2011	1,000 000	56,786	52,865	3,921
Apple, Inc	14-Mar-2012	20-Dec-2011	100 000	54,682	38,267	16,415
O'Reilly Automotive	26-Mar-2012	20-Dec-2011	500 000	45,002	39,800	5,202
Apple, Inc	26-Jul-2012	20-Dec-2011	200 000	120,949	76,533	44,416
Honeywell International	26-Jul-2012	20-Dec-2011	2,500 000	143,459	132,163	11,297
LKQ	26-Jul-2012	20-Dec-2011	2,000 000	68,373	59,440	8,933
Wisconsin Energy	26-Jul-2012	14-Mar-2012	2,000 000	81,408	69,250	12,158
Ansys, Inc	8-Aug-2012	20-Dec-2011	500 000	33,917	29,493	4,425
Amazon com	6-Sep-2012	20-Dec-2011	200 000	49,618	36,217	13,401
Apple, Inc	6-Sep-2012	20-Dec-2011	200 000	133,436	76,533	56,903
Apple, Inc	6-Sep-2012	29-Aug-2012	550 000	366,950	370,362	(3,412)
Honeywell International	6-Sep-2012	20-Dec-2011	300 000	17,596	15,860	1,737
Illinois Tool Works	6-Sep-2012	29-Aug-2012	4,000 000	238,815	238,720	95
IBM	6-Sep-2012	20-Dec-2011	500 000	97,730	91,735	5,995
IBM	6-Sep-2012	29-Aug-2012	500 000	97,730	97,653	78
LKQ	6-Sep-2012	29-Aug-2012	6,000 000	226,764	228,750	(1,986)
O'Reilly Automotive	6-Sep-2012	20-Dec-2011	500 000	42,632	39,800	2,832
O'Reilly Automotive	6-Sep-2012	29-Aug-2012	500 000	42,632	43,438	(805)
Perrigo Co	6-Sep-2012	29-Aug-2012	2,500 000	274,577	276,875	(2,298)
Roper Industries	6-Sep-2012	29-Aug-2012	4,000 000	411,560	413,680	(2,120)
Verifone Systems	12-Sep-2012	19-Jun-2012	1,000 000	32,211	31,445	766
Apple, Inc	13-Sep-2012	29-Aug-2012	150 000	100,534	101,008	(473)
Apple, Inc	13-Sep-2012	29-Aug-2012	225 000	150,802	151,512	(710)
Intuitive Surgical	13-Sep-2012	29-Aug-2012	125 000	62,305	62,304	2
Mastercard	13-Sep-2012	29-Aug-2012	195 000	85,655	82,731	2,924
Apple, Inc	21-Sep-2012	29-Aug-2012	100 000	70,054	67,339	2,715
Intuitive Surgical	21-Sep-2012	29-Aug-2012	100 000	51,267	49,843	1,424
Berkshire Hathaway	26-Jul-2012	9-Oct-2009	1 000	125,436	99,950	25,486
				6,051,590	5,855,241	196,349

Foglia Family Foundation (36-3925857)
Form 990-PF, FYE September 30, 2011
Schedule of 2011-2012 Capital Transactions - Tax Basis
Part IV, Line 1
Attached Statement

Description	Date of Sale	Date Acquired	# of Shares Sold	Sales Proceeds	Tax Basis	Tax Gain/Loss
SPDR Gold Trust	15-Nov-2011	7-Nov-2011	10,000 000	1,725,177	879,021	846,156
SPDR Gold Trust	16-Nov-2011	7-Nov-2011	6,000 000	1,043,530	527,412	516,118
Honeywell International	13-Jan-2012	20-Dec-2011	1,000 000	56,786	29,129	27,657
Apple, Inc	14-Mar-2012	20-Dec-2011	100 000	54,682	9,358	45,323
O'Reilly Automotive	26-Mar-2012	20-Dec-2011	500 000	45,002	14,445	30,557
Apple, Inc	26-Jul-2012	20-Dec-2011	200 000	120,949	18,716	102,233
Honeywell International	26-Jul-2012	20-Dec-2011	2,500 000	143,459	72,823	70,637
LKQ	26-Jul-2012	20-Dec-2011	2,000 000	68,373	25,916	42,457
Wisconsin Energy	26-Jul-2012	14-Mar-2012	2,000 000	81,408	69,250	12,158
Ansys, Inc	8-Aug-2012	20-Dec-2011	500 000	33,917	14,293	19,624
Amazon com	6-Sep-2012	20-Dec-2011	200 000	49,618	10,216	39,402
Apple, Inc	6-Sep-2012	20-Dec-2011	200 000	133,436	2,340	131,097
Apple, Inc	6-Sep-2012	29-Aug-2012	550 000	366,950	180,929	186,021
Honeywell International	6-Sep-2012	20-Dec-2011	300 000	17,596	8,739	8,857
Illinois Tool Works	6-Sep-2012	29-Aug-2012	4,000 000	238,815	105,380	133,435
IBM	6-Sep-2012	20-Dec-2011	500 000	97,730	40,011	57,720
IBM	6-Sep-2012	29-Aug-2012	500 000	97,730	40,010	57,720
LKQ	6-Sep-2012	29-Aug-2012	6,000 000	226,764	77,748	149,016
O'Reilly Automotive	6-Sep-2012	20-Dec-2011	500 000	42,632	14,445	28,187
O'Reilly Automotive	6-Sep-2012	29-Aug-2012	500 000	42,632	14,445	28,187
Perrigo Co	6-Sep-2012	29-Aug-2012	2,500 000	274,577	75,248	199,329
Roper Industries	6-Sep-2012	29-Aug-2012	4,000 000	411,560	175,566	235,994
Verifone Systems	12-Sep-2012	19-Jun-2012	1,000 000	32,211	31,445	766
Apple, Inc	13-Sep-2012	29-Aug-2012	150 000	100,534	16,377	84,158
Apple, Inc	13-Sep-2012	29-Aug-2012	225 000	150,802	18,716	132,085
Intuitive Surgical	13-Sep-2012	29-Aug-2012	125 000	62,305	35,536	26,769
Mastercard	13-Sep-2012	29-Aug-2012	195 000	85,655	43,325	42,330
Apple, Inc	21-Sep-2012	29-Aug-2012	100 000	70,054	9,358	60,696
Intuitive Surgical	21-Sep-2012	29-Aug-2012	100 000	51,267	28,429	22,838
Berkshire Hathaway	26-Jul-2012	9-Oct-2009	1 000	125,436	70,067	55,369
				6,051,590	2,658,691	3,392,898

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED STATEMENT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,051,590.	5,855,241.	0.	0.	196,349.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	196,349.

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT 2

SOURCE	AMOUNT
BANK OF AMERICA CHECKING	856.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	856.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST - DIVIDENDS	9,800.	0.	9,800.
NORTHERN TRUST - INTEREST	96.	0.	96.
TOTAL TO FM 990-PF, PART I, LN 4	9,896.	0.	9,896.

FORM 990-PF | LEGAL FEES | STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	10,000.	10,000.		0.
TO FM 990-PF, PG 1, LN 16A	10,000.	10,000.		0.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	10,135.	10,135.		0.
TO FORM 990-PF, PG 1, LN 16C	10,135.	10,135.		0.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX - FYE 9/30/12	33,835.	0.		0.
TO FORM 990-PF, PG 1, LN 18	33,835.	0.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS FILING FEES	15.	15.		0.
TO FORM 990-PF, PG 1, LN 23	15.	15.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED LISTING	1,731,415.	1,895,882.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,731,415.	1,895,882.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 9

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL TAX PAYABLE	0.	23,035.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	23,035.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 10

NAME OF CONTRIBUTOR	ADDRESS
VINCENT FOGLIA	43 CASTLETON COURT NORTH BARRINGTON, IL 60010

FORM 990-PF CASH DEEMED CHARITABLE EXPLANATION STATEMENT STATEMENT 11
PART X, LINE 4

THE FOGLIA FAMILY FOUNDATION ANNUALLY MAKES CASH CHARITABLE CONTRIBUTIONS IN AMOUNTS WHICH ARE INTENDED TO (1) AVOID THE IRC SECTION 4942 TAX FOR FAILURE TO DISTRIBUTE THE MINIMUM INVESTMENT RETURN, AND (2) MAINTAIN THE RATE OF TAX ON NET INVESTMENT INCOME AT THE FAVORABLE 1% RATE PROVIDED BY IRC CODE SECTION 4940(E). THE FOGLIA FAMILY FOUNDATION CONSISTENTLY DISTRIBUTES ALL OF THE ASSETS OF THE FOUNDATION ANNUALLY. TO ASSURE ITS ABILITY TO MEET THE CHARITABLE DISBURSEMENT OBJECTIVES, ALL OF THE ASSETS OF THE FOUNDATION ARE DEEMED HELD FOR CHARITABLE ACTIVITIES.

Foglia Family Foundation
Form 990-PF FYE September 30, 2012
Part XV - Line 3(a), Schedule of Grants & Contributions Made During Year

Name of Charity	Any Relationship	Amount
Access Living	None	100,000
Adopt A Platoon	None	1,120
Altus Academy	None	50,000
American Cancer Society	None	10,000
America's Vet Dogs	None	5,000
Barrington Cancer Center	None	15,000
Barrington Children's Charities	None	15,000
Barrington Rotary	None	2,500
Big Brothers/Big Sisters of McHenry County	None	26,000
Boy Scouts of America	None	25,000
Boys Hope Girls Hope of Illinois	None	50,000
Breast Cancer Research	None	10,000
By the Hand Club for Kids	None	226,400
Cal's All Star Angel Foundation	None	20,000
Canine Companions	None	25,000
Cary Grove Neighborhood Life	None	5,000
Catholic Charities	None	25,000
Children's Center for Autism	None	250
Children's Museum of Naples	None	25,000
Christ The King Jesuit College Prep	None	50,000
Cornerstone University	None	25,000
Cure Starts Now	None	250
Ela Township SST	None	5,000
Equestrian Connection	None	25,000
Family Health Partnership Clinic	None	525,000
Foglia YMCA	None	475,000
Girls on the Run	None	10,000
Good Shepherd Hospital	None	10,000
Guide Dogs for the Blind	None	25,000
Heart of a Marine Foundation	None	5,000
Home of the Sparrow	None	35,000
Horizons for the Blind, Inc	None	10,000
Hospice Foundation of Northeastern Illinois	None	800,000
Hyde Park Day Schools	None	223,970
Israel Sports Center	None	20,000
Josselyn Center	None	500
June Naponelli Scholarship Fund	None	10,000
Juvenile Diabetes Research Foundation	None	50,000
Lakeside Legacy Foundation	None	35,000
LaRabida	None	10,000
Little City	None	100,000
March of Dimes	None	10,000
Marillac Social Center	None	250,000
McHenry County Youth Orchestra	None	20,000
McHenry County Youth Sports Assn	None	25,000
Midtown Educational Foundation	None	25,000
Mission of Our Lady of the Angels	None	10,000
Naples Botanic Garden	None	20,000
Naples Town Hall Distinguished Speaker Series	None	53,000
Navajo Evangelical Lutheran Mission	None	10,000
Neighborhood Health Clinic, Inc	None	64,000
NFPR	None	10,000
Northern Illinois Food Bank	None	200
Pioneer Center for Human Services	None	75,000
Raue Center for the Arts, Inc	None	135,000
Resurrection Development Foundation	None	75,000
Ride for Three Reasons	None	25,000
Rosecrance Foundation	None	10,000
Samaritan Institute	None	100,000
Senior Services	None	10,000
Sky High Volleyball	None	15,000
SPCA	None	150
Special Olympics	None	450
Spotlight Youth Theater	None	10,000
St Ignatius College Prep	None	50,000
St Paul's Episcopal Church	None	6,000
St Vincent DePaul Center	None	168,000
Turning Point, Inc	None	30,000
University of Illinois	None	10,000
University of Chicago	None	250,000
Vascular Birthmark Foundation	None	10,000
Wellness Place	None	175,000
Wings	None	125,000
YMCA of Metropolitan Chicago	None	25,000
Total Contributions		4,887,790

Foglia Family Foundation (36-3925857)
Form 990-PF, FYE September 30, 2012
Part II - Line 10(b), List of Corporate Securities (Ending Balance)
Statement 8

Description	# of Shares	Tax Basis	Book Basis	Fair Market Value
Allergan, Inc.	400.00	35,523	35,523	36,632
Amazon.com	300.00	15,324	54,326	76,296
Ansys, Inc	1,000 00	28,586	58,985	73,400
Apple, Inc.	400 00	37,433	269,354	266,904
Discovery Communications, Inc.	1,000.00	48,117	48,117	59,630
General Mills Inc.	2,000.00	76,850	76,850	79,700
Honeywell International Inc.	1,200.00	34,955	63,438	71,700
Illinois Tool Works, Inc.	1,000.00	26,345	59,680	59,470
International Business Machines Inc.	500.00	40,010	97,653	103,725
Intuitive Surgical, Inc.	400 00	113,716	199,372	198,252
LKQ Corp	4,000 00	25,916	59,440	74,000
Mastercard, Inc.	400.00	88,872	169,704	180,592
O'Reilly Automotive Inc.	1,000.00	28,890	86,875	83,620
Perrigo Co	1,000 00	25,825	98,170	116,170
Pfizer, Inc.	2,500.00	55,649	55,649	62,125
Phillips 66	2,000.00	65,630	65,630	92,740
Roper Industries, Inc.	800.00	75,868	75,868	87,912
St. Jude Med Inc.	1,000.00	39,157	39,157	42,130
VF Corp	400.00	58,642	58,642	63,744
Visa, Inc	500.00	58,984	58,984	67,140
Total Stock		980,290	1,731,415	1,895,882