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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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation The Poetry Foundation		A Employer identification number 36-2490808	
% CAREN SKOULAS		B Telephone number (see instructions) (312) 787-7070	
Number and street (or P O box number if mail is not delivered to street address) 61 West Superior Street Suite		Room/suite	
City or town, state, and ZIP code Chicago, IL 60654		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 ☒ 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 ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 210,114,297		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	251,276			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,810	2,810	2,810	
	4 Dividends and interest from securities.	3,664,183	3,664,183	3,664,183	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	998,868			
	b Gross sales price for all assets on line 6a _____ 14,261,060				
	7 Capital gain net income (from Part IV , line 2)		997,707		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	835,059	112,974	679,118	
	12 Total. Add lines 1 through 11	5,752,196	4,777,674	4,346,111	
	13 Compensation of officers, directors, trustees, etc	557,900	116,330	116,330	441,570
	14 Other employee salaries and wages	1,226,018	7,690	7,690	1,222,632
	15 Pension plans, employee benefits	503,471	17,354	17,354	466,995
	16a Legal fees (attach schedule)	49,276	4,928	4,928	39,476
	b Accounting fees (attach schedule)	56,359	11,272	11,272	57,587
	c Other professional fees (attach schedule)	585,549	0	0	633,215
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	119,276	4,779	4,779	114,547
	19 Depreciation (attach schedule) and depletion	677,220	4,752	4,752	
	20 Occupancy	1,047,070	19,110	19,110	985,554
	21 Travel, conferences, and meetings	476,344			471,673
	22 Printing and publications	1,125,793		506,351	673,099
	23 Other expenses (attach schedule)	1,700,226	429,599	594,700	1,071,312
	24 Total operating and administrative expenses. Add lines 13 through 23	8,124,502	615,814	1,287,266	6,177,660
	25 Contributions, gifts, grants paid	937,950			834,950
	26 Total expenses and disbursements. Add lines 24 and 25	9,062,452	615,814	1,287,266	7,012,610
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-3,310,256			
	b Net investment income (if negative, enter -0-)		4,161,860		
	c Adjusted net income (if negative, enter -0-)			3,058,845	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	99,838	85,062	85,062
	2	Savings and temporary cash investments	1,878,035	2,570,142	2,570,142
	3	Accounts receivable ▶ <u>58,243</u>			
		Less allowance for doubtful accounts ▶ <u>1,431</u>	214,593	56,812	56,812
	4	Pledges receivable ▶ <u></u>			
		Less allowance for doubtful accounts ▶ <u></u>			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ <u></u>			
		Less allowance for doubtful accounts ▶ <u></u>			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	384,491	431,948	431,948
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	92,416,837	103,022,227	103,022,227
	c	Investments—corporate bonds (attach schedule).	37,938,562	38,700,368	38,700,368
	11	Investments—land, buildings, and equipment basis ▶ <u></u>			
	Less accumulated depreciation (attach schedule) ▶ <u></u>				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	13,815,535	19,652,276	19,652,276	
14	Land, buildings, and equipment basis ▶ <u>23,655,585</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>2,236,121</u>	21,953,765	21,419,464	21,419,464	
15	Other assets (describe ▶ <u></u>)	28,429,843	24,175,998	24,175,998	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	197,131,499	210,114,297	210,114,297	
Liabilities	17	Accounts payable and accrued expenses	790,139	450,442	
	18	Grants payable	102,500	103,000	
	19	Deferred revenue	486,656	513,106	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	15,000,000	14,730,000	
	22	Other liabilities (describe ▶ <u></u>)	2,519	6,529	
	23	Total liabilities (add lines 17 through 22)	16,381,814	15,803,077	
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	152,691,177	170,461,771	
	25	Temporarily restricted	27,927,066	23,718,007	
	26	Permanently restricted	131,442	131,442	
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	180,749,685	194,311,220	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	197,131,499	210,114,297	

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)	180,749,685
2	Enter amount from Part I, line 27a	-3,310,256
3	Other increases not included in line 2 (itemize) ▶ <u></u>	16,872,327
4	Add lines 1, 2, and 3	194,311,756
5	Decreases not included in line 2 (itemize) ▶ <u></u>	536
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	194,311,220

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 Additional Data Table			
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	See Additional Data Table		
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	See Additional Data Table		
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	997,707
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	-259

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009			
2008			
2007			

2	Total of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
8	Enter qualifying distributions from Part XII, line 4.	8	

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 page 18 of the 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 <u>2008-08-01</u> (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	N/A
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	
3	Add lines 1 and 2.	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	0
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	0
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	0
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 2013 estimated tax ☐ Refunded ☐	11	

Part VII-A

Statements Regarding Activities

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?		Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1a		No
c	Did the foundation file Form 1120-POL for this year?.	1b		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____	1c		No
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
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? <i>If "No," attach explanation .</i>	8b	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	Yes	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶www poetryfoundation org				
14	The books are in care of ▶CAREN SKOULAS	Telephone no ▶(312) 799-8001		
Located at ▶61 WEST SUPERIOR STREET CHICAGO IL		ZIP +4 ▶60654		
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		
16	At any time during calendar year 2012, 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		No
See 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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 2012?.	1c		No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☐ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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)? (see instructions).

☐ 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)?

5b

No

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?

☐ 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

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CATHERINE HALLEY 61 WEST SUPERIOR STREET CHICAGO, IL 60654	EDITOR & DIRECTOR 35 0	102,553	20,173	0
STEPHEN YOUNG 61 WEST SUPERIOR STREET CHICAGO, IL 60654	PROGRAM DIRECTOR 35 0	98,834	25,901	0
DONALD SHARE 61 WEST SUPERIOR STREET CHICAGO, IL 60654	ASSOCIATE EDITOR 35 0	80,771	28,542	0
ELIZABETH ALLEN 61 WEST SUPERIOR STREET CHICAGO, IL 60654	PROJECT MANAGER 35 0	76,490	28,011	0
STEPHANIE HLYWAK 61 WEST SUPERIOR STREET CHICAGO, IL 60654	MEDIA DIRECTOR 35 0	70,360	16,514	0
Total number of other employees paid over \$50,000.				3

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Cadmus	Printing and mail	369,282
PO Box 751898 CHARLOTTE,NC 28275		
Norcon Inc	Construction	300,786
661 W Ohio Street CHICAGO,IL 60654		
The Nerdery	Web maintenance	199,925
9555 James Ave S BLOOMINGTON,MN 55431		
Direct Fulfillment LLC	Mail advertising	158,247
5 McLeland Rd ST CLOUD,MN 56303		
Palm Coast Data LLC	Fulfillment Services	116,176
3773 Solutions Center CHICAGO,IL 60677		
Total number of others receiving over \$50,000 for professional services.		4

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 "POETRY" MAGAZINE- SEE PAGE 22	1,141,157
2 POETRYFOUNDATION.ORG- SEE PAGE 23	1,605,710
3 EDUCATIONAL AND PUBLIC PROGRAMS AND PRIZES- SEE PAGE 24	2,678,890
4	

Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	155,630,131
b	Average of monthly cash balances.	1b	3,369,940
c	Fair market value of all other assets (see instructions).	1c	789,702
d	Total (add lines 1a, b, and c).	1d	159,789,773
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	126,003
3	Subtract line 2 from line 1d.	3	159,663,770
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,394,957
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	157,268,813
6	Minimum investment return. Enter 5% of line 5.	6	7,863,441

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	
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	

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	7,012,610
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	142,521
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	7,155,131
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 (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,155,131
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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 2009 , 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 7,155,131			0	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

2008-08-01

b

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

☒ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
		3,058,845	2,503,127	2,470,356	999,915	9,032,243
b	85% of line 2a	2,600,018	2,127,658	2,099,803	849,928	7,677,407
c	Qualifying distributions from Part XII, line 4 for each year listed.	7,155,131	14,631,125	10,645,486	5,267,744	37,699,486
d	Amounts included in line 2c not used directly for active conduct of exempt activities.	834,950	665,035			1,499,985
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.	6,320,181	13,966,090	10,645,486	5,267,744	36,199,501
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)					0
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	5,242,294	5,512,758	4,809,713	3,550,368	19,115,133
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).					0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income					0

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

1

Information Regarding Foundation Managers:

a

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

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 or e-mail of the person to whom applications should be addressed

Stephen Young Program Director
61 West Superior Street
Chicago, IL 60654
(312) 799-8002

b

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

FOR GRANTS TO EXEMPT ORGANIZATIONS, APPLICATIONS SHOULD BE MADE BY LETTER AND SHOULD INCLUDE INFORMATION ABOUT THE REQUESTING ORGANIZATION AND A DETAILED DESCRIPTION OF HOW THE GRANT WILL BE USED. APPLYING ORGANIZATIONS SHOULD INCLUDE DOCUMENTS VERIFYING TAX STATUS. APPLICATIONS FOR SUPPORT FOR NEEDY POETS SHOULD BE MADE BY LETTER BY INDIVIDUALS NOT RELATED TO THE POET. INFORMATION THAT ALLOWS THE FOUNDATION TO VERIFY THE POET'S STATUS MUST BE PROVIDED.

c

Any submission deadlines

THERE ARE NO SUBMISSION DEADLINES. GRANT APPLICATIONS ARE REVIEWED PERIODICALLY ON A YEAR ROUND BASIS.

d

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

THE POETRY FOUNDATION IS A PRIVATE OPERATING FOUNDATION AND PRIMARILY RUNS ITS OWN PROGRAMS. WE HAVE A SMALL GRANTS PROGRAM FOR ORGANIZATIONS WHOSE WORK IS CONSISTENT WITH THE FOUNDATION'S MISSION AND WHO MAY BE BETTER ABLE TO FULFILL THE FOUNDATION'S MISSION IN PARTICULAR AREAS. WE ALSO HAVE A SMALL FUND TO PROVIDE FINANCIAL SUPPORT TO POETS IN EMERGENCY FINANCIAL SITUATIONS, PRIMARILY RELATED TO HEALTHCARE.

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

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

Part XVII

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

1

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

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

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

1c

No

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

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

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

2013-09-22

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

DANIEL ROMANO

Preparer's Signature

DANIEL ROMANO

Date

Check if self-employed

☐

PTIN

Firm's name

GRANT THORNTON LLP

175 W JACKSON BLVD STE 2000

Firm's address

CHICAGO, IL 60604

Firm's EIN

Phone no

(312) 856-0200

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PUBLICLY TRADED SECURITIES - CAP GN DIST	P		
PUBLICLY TRADED SECURITIES - CAP GN DIST	P		
PUBLICLY TRADED SECURITIES - CAP GN DIST	P		
PUBLICLY TRADED SECURITIES - CAP GN DIST	P		
PUBLICLY TRADED SECURITIES - CAP GN DIST	P		
PUBLICLY TRADED SECURITIES - CAP GN DIST	P		
PUBLICLY TRADED SECURITIES - LONG TERM	P		
PUBLICLY TRADED SECURITIES - SHORT TERM	P		
LT CAPITAL GAIN FROM LIMITED PARTNERSHIP	P		
ST CAPITAL GAIN FROM LIMITED PARTNERSHIP	P		
PUBLICLY TRADED SECURITIES - LONG TERM	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
330,695			330,695
82,101			82,101
147,499			147,499
1,317			1,317
22,506			22,506
55,118			55,118
11,042,605		11,788,729	-746,124
124,015		124,274	-259
875,867			875,867
77,158			77,158
1,502,179		1,350,350	151,829

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			330,695
			82,101
			147,499
			1,317
			22,506
			55,118
			-746,124
			-259
			875,867
			77,158
			151,829

Form 990PF Part VIII Line 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
John Barr	President/Trustee 35 0	268,400	55,358	0
61 West Superior Street Chicago,IL 60654				
Willard Bunn	TRUSTEE 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Gail Bush	TRUSTEE 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Kim Coventry	TRUSTEE 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Tom Cronin	Trustee 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
John J Kenney	Chair 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Richard Kiphart	Trustee 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Sylvia Manning	Trustee 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Robert C McCormack	Trustee 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Stuart J Miller	Trustee 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Charlie Pierce	Vice Chair 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Paul Ruxin	Trustee 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Caren Skoulas	CFO 35 0	179,000	52,386	0
61 West Superior Street Chicago,IL 60654				
Robert Wedgeworth	Vice Chair 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Benna Wilde	Secretary 1 0	0	0	0
61 West Superior Street Chicago,IL 60654				
Chrstian Wiman	Editor 35 0	110,500	37,323	0
61 West Superior Street Chicago,IL 60654				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Academy of American Poets 75 Maiden Lane Ste 901 New York, NY 10038	NONE	Public Charity	National Poetry Month	10,000
Adam Kirsch 345 E 86th St 10-D New York, NY 10028	NONE	Individual	Editor's Prize for Best Review in Poetry Magazine	1,000
American Poetry Review 1700 Sansom St 800 Philadelphia, PA 191035214	NONE	Public Charity	Stephen Berg Project	1,250
American Public Media PO Box 70870 St Paul, MN 551709788	NONE	Public Charity	Sponsorship of The Writer's Almanac	120,000
Angela Mlinko 625 E 12th St Houston, TX 77008	NONE	Individual	Frederick Bock Prize	500
AWP 4400 University Dr Fairfax, VA 22030	NONE	Public Charity	AWP Conference Sponsorship	10,000
Brooklyn Arts Council 290 20th St 1L Brooklyn, NY 11215	NONE	Public Charity	Alzheimer's Poetry Project	10,000
Cave Canem Foundations Inc 20 Jay St Ste 310-A Brooklyn, NY 11201	NONE	Public Charity	General Support	10,000
Dean Young 2809 French Place Austin, TX 78722	NONE	Individual	Levinson Prize	500
Devin Johnston 2617 Louisiana Ave St Louis, MO 63118	NONE	Individual	Friends of Literature Prize	500
Diane R Di Prima 78 Niagara Ave San Francisco, CA 94112	NONE	Individual	Poet in Need	2,500
Eduardo C Corral 62-54 Wetherole St Rego Park, NY 11374	NONE	Individual	J Howard and Barbara M J Wood Prize	5,000
Geraldine R Dodge Foundation 14 Maple Ave Suite 400 Morristown, NJ 07960	NONE	Public Charity	Poetry Programs	10,000
Guild Complex PO Box 478880 Chicago, IL 606479998	NONE	Public Charity	Poetry Programs	10,000
Hailey Leithauser 1000 Devere Dr Silver Spring, MD 20903	NONE	Individual	Emily Dickinson First Book Award Prize	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Illinois State Historical Society 521 E Washington St Springfield,IL 62705	NONE	Public Charity	General Support	1,000
Jacob Saenz 4850 N Rockwell 2 Chicago,IL 60625	NONE	Individual	Ruth Lilly Poetry Fellowship	15,000
Linda Kunhardt Box 271 Center Sandwich,NH 03227	NONE	Individual	Bess Hokin Prize	1,000
Mary Ruefle 212 Safford St Apt 1 Bennington,VT 052012899	NONE	Individual	Editor's Prize for Feature Article	1,000
National Poetry Series 57 Mountain Ave Princeton,NJ 08540	NONE	Public Charity	Publication Support	10,000
National Public Radio Inc 635 Massachusetts Ave NW Washington,DC 200013753	NONE	Public Charity	NPR Poetry Programming Support	225,000
Nicholas Friedman 408 N Geneva St Apt 2 Ithaca,NY 14850	NONE	Individual	Ruth Lilly Poetry Fellowship	15,000
Peter Cole 554 Chapel St Apt 3 New Haven,CT 06511	NONE	Individual	John Frederick Nims Memorial Prize	500
Poetry Society of America 15 Gramercy Park New York,NY 10003	NONE	Public Charity	Poetry Programs	10,000
Reginald D Betts 6221 Lexington Ridge Dr Lexington,MA 02421	NONE	Individual	Ruth Lilly Poetry Fellowship	15,000
Richard Hofmann 3215 N Charles St Apt 605 Baltimore,MD 21218	NONE	Individual	Ruth Lilly Poetry Fellowship	15,000
Rickey Laurentis 7002 Pershing Ave Apt A St Louis,MO 63130	NONE	Individual	Ruth Lilly Poetry Fellowship	15,000
RNRA Film Festival 61 West Superior Chicago,IL 60654	NONE	Public Charity	Film Festival Support	400
Small Press Distribution 1341 7th St Berkeley,CA 94710	NONE	Public Charity	Sponsorship for The Bee-In	1,000
Snow City Arts Foundation 630 S Hermitage Ave Chicago,IL 60612	NONE	Public Charity	Poetry Programs	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Stephen Berg 2005 Mt Vernon St Philadelphia, PA 19130	NONE	Individual	Stephen Berg Project	1,250
Version Festival 61 West Superior Chicago, IL 60654	NONE	Public Charity	Version Festival Support	50
Wanda Coleman 44165 Gingham Ave Lancaster, CA 93535	NONE	Individual	Poet in Need	2,500
WETA 2775 S Quincy St Arlington, VA 222062269	NONE	Public Charity	Sponsorship - PBS NewsHour	200,000
William Simone Di Pietro 225 Downey St 5 San Francisco, CA 94117	NONE	Individual	Ruth Lilly Poetry Prize	100,000
Total  3a				834,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Ellen Grappe3805 Sierra Dr Tuscaloosa,AL 35406	None	Individual	Recitation Prize	100
Nathan Poston22622 N 85th Ave Peoria,AZ 85383	None	Individual	Recitation Prize	100
Connor Ricketts5350 Marybelle Ln Shingle Springs,CA 95682	None	Individual	Recitation Prize	100
Claire Ragusin9681 Sterling Dr Highlands Ranch,CO 80126	None	Individual	Recitation Prize	100
Emma Plankey69 Old Litchfield Turnpike Oxford,CT 06478	None	Individual	Recitation Prize	100
Jayme Lawson100 Michigan Ave NE Washington,DC 20017	None	Individual	Recitation Prize	100
Ryan Youngdale30 Somerset Ln Newark,DE 19711	None	Individual	Recitation Prize	100
Ricardo A Vega-Bossa846 SW 120th Way Davie,FL 33325	None	Individual	Recitation Prize	100
Haley Sakamoto44-733 Alakai St Kaneohe,HI 96744	None	Individual	Recitation Prize	100
Ena Moats132 S Britson Circle Roland,IA 50236	None	Individual	Recitation Prize	100
David Lyman1587 N Ellington Way Eagle,ID 83616	None	Individual	Recitation Prize	100
Caitlin Harmon5849 Dafred Dr Rockford,IL 61101	None	Individual	Recitation Prize	100
Nicole Schapker12337 Oak Gate Rd Evansville,IN 47725	None	Individual	Recitation Prize	100
Damien Gilbert7272 E 37th St N Apt 1115 Wichita,KS 67226	None	Individual	Recitation Prize	100
Brianna Michelle O'Rourke11029 Gold Cup Ave Baton Rouge,LA 70816	None	Individual	Recitation Prize	100
Igharosa Stephanie11 Linden Park Dr Randolph,MA 02368	None	Individual	Recitation Prize	100
Johana Gourdin10026 Hillgreen Cir Apt E Cockersville,MD 21030	None	Individual	Recitation Prize	100
Iman Omar246 Auburn St Apt 148 Portland,ME 04103	None	Individual	Recitation Prize	100
Faiza Abubakar3547 Emerson Ave Minneapolis,MN 55412	None	Individual	Recitation Prize	100
Thomas K Fields2867 Fairway Dr Belleville,IL 62220	None	Individual	Recitation Prize	100
DeAndre Denzell Jones67 CR 499 Water Valley,MS 38965	None	Individual	Recitation Prize	100
Stella Shannon240 E Spruce Missoula,MT 59802	None	Individual	Recitation Prize	100
Jakia Propst2543 12th Ave SW Hickory,NC 28602	None	Individual	Recitation Prize	100
Alexandra Howatt602 Lynn Dawn Drive Argusville,ND 58005	None	Individual	Recitation Prize	100
Carlergh Schuman8018 McBride Ave Lincoln,NE 68516	None	Individual	Recitation Prize	100
Stephanie Bilodeau163 River St Keene,NH 03431	None	Individual	Recitation Prize	100
Cameron Davis Clarke2600 John F Kennedy Blvd Apt 7B Jersey City,NJ 07306	None	Individual	Recitation Prize	100
AJ Rascon4500 Santa Barbara Rd NE Albuquerque,NM 87109	None	Individual	Recitation Prize	100
Elizabeth Cory11 Lee Place Bronxville,NY 10708	None	Individual	Recitation Prize	100
Amelia Brownstein2463 Bealey Park Rd Bealey,OH 43209	None	Individual	Recitation Prize	100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Ishmael Dwart4904 SE Brighton Dr Lawton,OK 73501	None	Individual	Recitation Prize	100
Mireya Guzman-O rtiz2480 Vallejo St NE Salem,OR 97301	None	Individual	Recitation Prize	100
Alex Jackson726 S Washington St Greencastle,PA 17225	None	Individual	Recitation Prize	100
Tiara C TorresLas Cascadas 1480 Toa Alta 00953 RQ	None	Individual	Recitation Prize	100
Sebastian Yidana470 Union Ave Providence,RI 02909	None	Individual	Recitation Prize	100
Justin Fox280 Tharon Dr Spartanburg,SC 29303	None	Individual	Recitation Prize	100
Tristan Chasing Hawk2805 S Old Orchard Cr Sioux Falls,SD 57103	None	Individual	Recitation Prize	100
Anita Norman12318 Dargie Dr Arlington,TN 38002	None	Individual	Recitation Prize	100
Brianna Herrera9307 Walhalla Ave San Antonio,TX 78221	None	Individual	Recitation Prize	100
Antonio Madrid3378 S 5530 W West Valley City,UT 84120	None	Individual	Recitation Prize	100
Lily Hargis706 Holly St Richmond,VA 23220	None	Individual	Recitation Prize	100
Thomas Zbyszewski350 Twisp- Carlton Rd Carlton,WA 98814	None	Individual	Recitation Prize	100
Isabel Karp109 Everglade Dr Madison,WI 53717	None	Individual	Recitation Prize	100
Grace Pritt421 Circle Dr Hurricane,WV 25526	None	Individual	Recitation Prize	100
Hannah Hout431 S Lincoln St Casper,WY 82601	None	Individual	Recitation Prize	100
Holy Spirit Catholic High School601 James I Harrison Jr Pkwy E Tuscaloosa,AL 35405	None	Public Charity	Grant for book purchase	200
Signature School610 Main St Evansville,IN 47708	None	Public Charity	Grant for book purchase	200
Henry Ford Academy Alameda School 439 Arbor Place San Antonio,TX 78239	None	Public Charity	Grant for book purchase	200
Cass Technical High School2501 Second Ave Detroit,MI 48201	None	Public Charity	Grant for book purchase	200
Arlington High School5475 Airline Rd Arlington,TN 38002	None	Public Charity	Grant for book purchase	200
Whitewater High School100 Wildcat Way Fayetteville,GA 30215	None	Public Charity	Grant for book purchase	200
Mid-Pacific Institute2445 Kaala Street Honolulu,HI 96822	None	Public Charity	Grant for book purchase	200
Roland-Story High School1009 Story St Story City,IA 50248	None	Public Charity	Grant for book purchase	200
La Cueva High School7801 Wilshire Ave NE Albuquerque,NM 87122	None	Public Charity	Grant for book purchase	200
Northern Cass School16021 18th St SE Hunter,ND 58048	None	Public Charity	Grant for book purchase	200
Star Lane Center1400 S Faindale Casper,WY 82601	None	Public Charity	Grant for book purchase	200
Water Valley High School550 Market Street Water Valley,MS 38965	None	Public Charity	Grant for book purchase	200
VI Montessori School & Peter Gruber IA6936 Vessup Ln St Thomas 00802 VQ	None	Public Charity	Grant for book purchase	200
Liberty Bell High School18 Twin Lakes Rd Winthrop,WA 98862	None	Public Charity	Grant for book purchase	200
Hurricane High School3350 Teays Valley Rd Hurricane,WV 25526	None	Public Charity	Grant for book purchase	200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Esc Especializada CentralPO Box 41215 San Juan, PR 009401215	None	Public Charity	Grant for book purchase	200
McKinley Senior High School800 East McKinley St Baton Rouge, LA 70802	None	Public Charity	Grant for book purchase	200
James Madison Memorial High School201 S Gammon Road Madison, WI 53705	None	Public Charity	Grant for book purchase	200
Parkview Christian School4400 North 1st Street Lincoln, NE 68521	None	Public Charity	Grant for book purchase	200
Western High School -Florida1200 SW 136th Ave Davie, FL 33325	None	Public Charity	Grant for book purchase	200
Randolph High School70 Memorial Parkway Randolph, MA 02368	None	Public Charity	Grant for book purchase	200
Mercersburg Academy300 E Seminary St Mercersburg, PA 17236	None	Public Charity	Grant for book purchase	200
Oxford High School61 Quaker Farms Rd Oxford, CT 06478	None	Public Charity	Grant for book purchase	200
Western Hills High School100 Doctors Drive Frankfort, KY 40601	None	Public Charity	Grant for book purchase	200
East Hollywood High School2185 S 3600W West Valley City, UT 84119	None	Public Charity	Grant for book purchase	200
Maggie Walker Governor's School1000 N Lombardy St Richmond, VA 23220	None	Public Charity	Grant for book purchase	200
St Louis University High School4970 Oakland Avenue St Louis, MO 63110	None	Public Charity	Grant for book purchase	200
Bexley High School326 S Cassingham Rd Bexley, OH 43209	None	Public Charity	Grant for book purchase	200
Eagle High School574 N Park Lane Eagle, ID 83616	None	Public Charity	Grant for book purchase	200
West Salem High School1776 Titan Dr NW Salem, OR 97304	None	Public Charity	Grant for book purchase	200
Bronxville High School177 Pondfield Rd Bronxville, NY 10708	None	Public Charity	Grant for book purchase	200
St Stephens High School3205 34th Steet Drive NE Hickory, NC 28601	None	Public Charity	Grant for book purchase	200
Spartanburg High School500 DuPre Dr Spartanburg, SC 29307	None	Public Charity	Grant for book purchase	200
Harrisburg High School (SD)1300 W Willow St Harrisburg, SD 57032	None	Public Charity	Grant for book purchase	200
Ubah Medical Academy High School1600 Main St Hopkins, MN 55343	None	Public Charity	Grant for book purchase	200
Duke Ellington School of the Arts3500 R Street NW Washington, DC 20007	None	Public Charity	Grant for book purchase	200
Jim Elliot Christian SchoolPO Box 631880 Highlands Ranch, CO 80163	None	Public Charity	Grant for book purchase	200
Revilla Aternative High School3131 Baranoff Ave Ketchikan, AK 99901	None	Public Charity	Grant for book purchase	200
Charter University Prep3987 Missouri Flat Ste 340 355 Placerville, CA 95667	None	Public Charity	Grant for book purchase	200
Tong Zong Thao3682 N Willow Ptarmigan Cir Palmer, AK 99645	None	Individual	Recitation Prize	200
Sabria White4614 Calvert Rd Huntsville, AL 35816	None	Individual	Recitation Prize	200
Mandy Nguyen45 Bentley Circle Little Rock, AR 72210	None	Individual	Recitation Prize	200
Cassandra Melissa Valadez2827 E Liverpool Dr Tucson, AZ 85706	None	Individual	Recitation Prize	200
Arwa Awan1141 Lighthouse Ave Apt 124 Pacific Grove, CA 93950	None	Individual	Recitation Prize	200
Alice Kilduff1411 S Vaughn Cir Aurora, CO 80012	None	Individual	Recitation Prize	200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Kamryn Harmeling37 Mt Pleasant Rd Newtown, CT 06470	None	Individual	Recitation Prize	200
Nathalie Dary2800 Connecticut Ave NW Apt 105 Washington, DC 20008	None	Individual	Recitation Prize	200
Kourtney Brooker4202 Logan Hts Circle Sanford, FL 32773	None	Individual	Recitation Prize	200
Janea Feeney3584 Valley Dr Perry, GA 31069	None	Individual	Recitation Prize	200
Emma Stewart3718 Loulu St Honolulu, HI 96822	None	Individual	Recitation Prize	200
Dakota MeyerPO Box 2222 Iowa City, IA 52244	None	Individual	Recitation Prize	200
Savina Barini-Brown1115 Twin Parks Dr Twin Falls, ID 83301	None	Individual	Recitation Prize	200
Rapheal Mathis13865 Cambridge Circle Plainfield, IL 60544	None	Individual	Recitation Prize	200
Emma Libersky12548 Hillside Dr Plymouth, IN 46563	None	Individual	Recitation Prize	200
Aaron Brown6510 Ballentine St Shawnee, KS 66203	None	Individual	Recitation Prize	200
Gabby Thompson76 Naples Valley Dr Ashland, KY 41102	None	Individual	Recitation Prize	200
Alexis Danielle Granville6180 Rose St Zachary, LA 70791	None	Individual	Recitation Prize	200
Courtney Stewart35 Norfolk St Springfield, MA 01109	None	Individual	Recitation Prize	200
Blessed Sheriff19932 Tygart Ln Gaithersburg, MD 20879	None	Individual	Recitation Prize	200
Dyer Rhoads71 Bowdoin St Portland, ME 04102	None	Individual	Recitation Prize	200
Richard Wu2334 Arbor Tree Ct SE Grand Rapids, MI 49546	None	Individual	Recitation Prize	200
Oluwatoosin Ajagbe2425 Eyrie Dr Woodbury, MN 55129	None	Individual	Recitation Prize	200
Essence Imani Lee4402 Karen Ann Ct St Louis, MO 63034	None	Individual	Recitation Prize	200
Akane Little205 South Nash St Starkville, MS 39759	None	Individual	Recitation Prize	200
Taylor Blossom905 Lodestar Rd Helena, MT 59602	None	Individual	Recitation Prize	200
Casey Ryan Goggin36 Kilbride Dr Pinehurst, NC 28374	None	Individual	Recitation Prize	200
Janessa HensrudPO Box 508 Northwood, ND 58267	None	Individual	Recitation Prize	200
Daniel Belshaw2 Cutts Rd Durham, NH 03824	None	Individual	Recitation Prize	200
Jordan McMillan205 Dillons Ln Mullica Hill, NJ 08062	None	Individual	Recitation Prize	200
SethWilson I Gray7820 Enchanted Hills Blvd Ste A299 Rio Rancho, NM 87144	None	Individual	Recitation Prize	200
Graciela Maya-JosephPO Box 459 Owyhee, NV 89832	None	Individual	Recitation Prize	200
Liam McKenna209 First St Scotia, NY 12302	None	Individual	Recitation Prize	200
Taribo Osuobeni5433 Acapulco Pl Westerville, OH 43081	None	Individual	Recitation Prize	200
Denise Burns1364 Lee Rd Fort Sill, OK 73503	None	Individual	Recitation Prize	200
Roselynn G Reyes702 SW 17th Way Troutdale, OR 97060	None	Individual	Recitation Prize	200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Melany Vazquez Heredia1026 Calle 17 SE San Juan 00921 RQ	None	Individual	Recitation Prize	200
Jenifer Henriquez113 Chester Ave Apt 1 Providence, RI 02905	None	Individual	Recitation Prize	200
Katherine Murchison2133 Sandy Point Ln Mount Pleasant, SC 29466	None	Individual	Recitation Prize	200
Samuel Pearson419 S Pine St Vermillion, SD 57069	None	Individual	Recitation Prize	200
Whitney Baxter1418 Walnut Grove Rd Jonesborough, TN 37659	None	Individual	Recitation Prize	200
Maria Zuniga149 Hollywood Drive Coppell, TX 75019	None	Individual	Recitation Prize	200
Devin W Jones9300 S Redwood Rd 27-10 West Jordan, UT 84088	None	Individual	Recitation Prize	200
Miranda Wack16027 Tidewater Trail Fredericksburg, VA 22408	None	Individual	Recitation Prize	200
Josae MartinPO Box 9714 Charlotte Amalie 00801 VQ	None	Individual	Recitation Prize	200
Christian Dekett785 Leroux Rd Wheelock, VT 05851	None	Individual	Recitation Prize	200
Langston Ward12018 N Korey Ln Spokane, WA 99218	None	Individual	Recitation Prize	200
Nayeli ItehuaE7807 90th Ave Mondovi, WI 54755	None	Individual	Recitation Prize	200
Tim DiFazio18 Lawrence St Morgantown, WV 26508	None	Individual	Recitation Prize	200
Sara EllingrodPO Box 33 Clearmont, WY 82835	None	Individual	Recitation Prize	200
Plymouth High School1 Big Red Drive Plymouth, IN 46563	None	Public Charity	Grant for book purchase	500
Coppell High School185 W Parkway Blvd Coppell, TX 75019	None	Public Charity	Grant for book purchase	500
Forest Hills Central5901 Hall St Grand Rapids, MI 49546	None	Public Charity	Grant for book purchase	500
Providence Academy2788 Carroll Creek Rd Johnson City, TN 37615	None	Public Charity	Grant for book purchase	500
V Sue Cleveland High School4800 Laban Rd NE Rio Rancho, NM 87144	None	Public Charity	Grant for book purchase	500
Punahou School1601 Punahou Street Honolulu, HI 96822	None	Public Charity	Grant for book purchase	500
Iowa School for the Deaf3501 Harry Langdon Blvd Council Bluffs, IA 51503	None	Public Charity	Grant for book purchase	500
Northwood High School420 Trojan Rd Northwood, ND 58267	None	Public Charity	Grant for book purchase	500
ArvadaClearmontPO Box 125 Clearmont, WY 82835	None	Public Charity	Grant for book purchase	500
Sanford School6900 Lancaster Pike Hockessin, DE 19707	None	Public Charity	Grant for book purchase	500
Starkville High School603 Yellow Jacket Dr Starkville, MS 39759	None	Public Charity	Grant for book purchase	500
Plainfield East High School12001 S Naperville Rd Plainfield, IL 60585	None	Public Charity	Grant for book purchase	500
Richard Montgomery High School250 Richard Montgomery Drive Rockville, MD 20852	None	Public Charity	Grant for book purchase	500
Charlotte Amalie High SchoolPO Box 7729 Charlotte Amalie 00801 VQ	None	Public Charity	Grant for book purchase	500
University of Puerto RicoPO Box 23319 San Juan 00931 RQ	None	Public Charity	Grant for book purchase	500
Seminole High School2701 Ridgewood Ave Sanford, FL 32773	None	Public Charity	Grant for book purchase	500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Morgantown High School109 Wilson Ave Morgantown, WV 26501	None	Public Charity	Grant for book purchase	500
Mead High School302 W Hastings Rd Spokane, WA 99218	None	Public Charity	Grant for book purchase	500
Capital High School MT100 Valley Dr Helena, MT 59601	None	Public Charity	Grant for book purchase	500
Lawton High School601 NW Ft Sill Blvd Lawton, OK 73507	None	Public Charity	Grant for book purchase	500
Perry High School1307 North Ave Perry, GA 31069	None	Public Charity	Grant for book purchase	500
Zachary High School4100 Bronco Lane Zachary, LA 70791	None	Public Charity	Grant for book purchase	500
Newtown High School12 Berkshire Rd Sandy Hook, CT 06482	None	Public Charity	Grant for book purchase	500
St Johnsbury Academy1000 Main Street St Johnsbury, VT 05819	None	Public Charity	Grant for book purchase	500
Fredericksburg Academy10800 Academy Dr Fredericksburg, VA 22408	None	Public Charity	Grant for book purchase	500
Crossroads College Prep School500 De Baliviere Avenue St Louis, MO 63112	None	Public Charity	Grant for book purchase	500
Peddie School201 S Main St Hightstown, NJ 08520	None	Public Charity	Grant for book purchase	500
Oyster River High School55 Coe Drive Durham, NH 03824	None	Public Charity	Grant for book purchase	500
Shawnee Mission West High School 8800 W 85th St Overland Park, KS 66212	None	Public Charity	Grant for book purchase	500
Durand High School604 7th Ave Durand, WI 54736	None	Public Charity	Grant for book purchase	500
Pinecrest High School250 Voit Gilmore Lane Southern Pines, NC 28387	None	Public Charity	Grant for book purchase	500
Westerville Central High School7118 Mt Royal Ave Westerville, OH 43082	None	Public Charity	Grant for book purchase	500
Xavier Charter School1218 N College Rd West Twin Falls, ID 83301	None	Public Charity	Grant for book purchase	500
Owyhee High School100 Academic Way Owyhee, NV 89832	None	Public Charity	Grant for book purchase	500
Charleston Co School of the Arts 5109 W Enterprise Street N Charleston, SC 29405	None	Public Charity	Grant for book purchase	500
Saratoga Springs High School3 Blue Streak Blvd New York, NY 12866	None	Public Charity	Grant for book purchase	500
Vermillion High School1001 E Main St Vermillion, SD 57069	None	Public Charity	Grant for book purchase	500
Archbishop Carroll High School4300 Harewood Rd NE Washington, DC 20017	None	Public Charity	Grant for book purchase	500
Denver School of the Arts7111 Montview Blvd Denver, CO 80220	None	Public Charity	Grant for book purchase	500
Colony High School9550 E Colony Schools Dr Palmer, AK 99645	None	Public Charity	Grant for book purchase	500
Waynflete School360 Spring St Portland, ME 04102	None	Public Charity	Grant for book purchase	500
Sunnyside High School1725 E Bilby Rd Tuscon, AZ 85706	None	Public Charity	Grant for book purchase	500
Pacific Grove High School615 Sunset Dr Pacific Grove, CA 93950	None	Public Charity	Grant for book purchase	500
Plainfield East High School12001 S Naperville Rd Plainfield, IL 60585	None	Public Charity	Recitation Prize	500
Charlotte Amalie High SchoolPO Box 7729 Charlotte Amalie 00801 VQ	None	Public Charity	Recitation Prize	500
Coppell High School185 W Parkway Blvd Coppell, TX 75019	None	Public Charity	Recitation Prize	500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
Peddie School201 S Main St Hightstown, NJ 08520	None	Public Charity	Recitation Prize	500
Westerville Central High School7118 Mt Royal Ave Westerville, OH 43082	None	Public Charity	Recitation Prize	500
Richard Montgomery High School250 Richard Montgomery Drive Rockville, MD 20852	None	Public Charity	Recitation Prize	500
Mead High School302 W Hastings Rd Spokane, WA 99218	None	Public Charity	Recitation Prize	500
Lawton High School601 NW Ft Sill Blvd Lawton, OK 73507	None	Public Charity	Recitation Prize	500
Recitation School Finalists (1)61 West Superior Chicago, IL 60654	None	Public Charity	Recitation Prize	500
Recitation 1st Place Student Prize (3 Students)61 West Superior Chicago, IL 60654	None	Individual	Recitation Prize	600
Recitation 2nd Place Student Prize (8 Students)61 West Superior Chicago, IL 60654	None	Individual	Recitation Prize	800
Devin W Jones9300 S Redwood Rd 27- 10 West Jordan, UT 84088	None	Individual	Finalist for National Recitation Prize	1,000
O yintarimobouru O suoben15433 Acapulco Pl Westerville, OH 43081	None	Individual	Finalist for National Recitation Prize	1,000
Alexis Danielle Granville6180 Rose St Zachary, LA 70791	None	Individual	Finalist for National Recitation Prize	1,000
Maria Zuniga149 Hollywood Drive Coppell, TX 75019	None	Individual	Finalist for National Recitation Prize	1,000
Rapheal Mathis13865 Cambridge Circle Plainfield, IL 60544	None	Individual	Finalist for National Recitation Prize	1,000
O luwatoosin Ajagbe2425 Eyrie Dr Woodbury, MN 55129	None	Individual	Finalist for National Recitation Prize	1,000
Recitation School Finalists (3)61 West Superior Chicago, IL 60654	None	Public Charity	Recitation Prize	1,500
Recitation 2nd Place School Prize (14 Schools)61 West Superior Chicago, IL 60654	None	Public Charity	Grant for book purchase	2,800
Recitation Student Finalists (3)61 West Superior Chicago, IL 60654	None	Individual	Finalist for National Recitation Prize	3,000
Denise Burns1364 Lee Rd Fort Sill, OK 73503	None	Individual	3rd Place National Recitation Prize	5,000
Recitation 1st Place School Prize (10 Schools)61 West Superior Chicago, IL 60654	None	Public Charity	Grant for book purchase	5,000
Blessed Sheriff19932 Tygart Ln Gaithersburg, MD 20879	None	Individual	2nd Place National Recitation Prize	10,000
Langston Ward12018 N Korey Ln Spokane, WA 99218	None	Individual	1st Place National Recitation Prize	20,000
Total  3b				103,000

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization The Poetry Foundation	Employer identification number 36-2490808
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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 33¹/₃% 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 The Poetry Foundation	Employer identification number 36-2490808
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed
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(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Richard Kiphart 222 West Adams Street Chicago, IL 60606	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization The Poetry Foundation	Employer identification number 36-2490808
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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
_____	_____ _____ _____ _____	\$ _____	_____
(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 The Poetry Foundation	Employer identification number 36-2490808
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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 <i>exclusively</i> religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ Use duplicate copies of Part III if additional space is needed
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(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	

TY 2012 Accounting Fees Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	56,359	11,272	11,272	57,587

**TY 2012 All Other Program
Related Investments Schedule**

Name: The Poetry Foundation
EIN: 36-2490808

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: The Poetry Foundation

EIN: 36-2490808

TY 2012 General Explanation Attachment**Name:** The Poetry Foundation**EIN:** 36-2490808

Identifier	Return Reference	Explanation
Building, Land, and Equipment Schedule - Noninvestment	Part I, Line 19	Description Date Cost Accum Method Life Total Property Acquired Basis Depre Depre Depre Exp Land VAR \$ 7,263,478 NONE NONE NONE NONE Leasehold VAR \$ NONE NONE S-L 4 NONE Equipment VAR \$ 408,154 \$368,149 S-L VAR \$ 36,240 Website VAR \$ 971,899 \$854,207 S-L 3 \$137,109 Books VAR \$ 52,038 \$ 19,031 S-L 10 \$ 5,204 Building VAR \$14,960,016 \$994,734 NONE NONE \$498,667 Total \$23,655,585 \$2,236,121 \$677,220

Identifier	Return Reference	Explanation
Building, Land, and Equipment Schedule-Noninvestment	Part II, Line 14	Description Cost Accumulated Net Book Depreciation Value Land \$ 7,263,478 \$ NONE \$ 7,263,478 Leasehold Improvements \$ NONE \$ NONE \$ NONE Equipment \$ 408,154 \$ 368,149 \$ 40,005 Website \$ 971,899 \$ 854,207 \$ 117,692 Books \$ 52,038 \$ 19,031 \$ 33,007 Building \$14,960,016 \$ 994,734 \$13,965,282 Total \$23,655,585 \$ 2,235,121 \$21,419,464

Identifier	Return Reference	Explanation
Poetry Magazine	Form 990-PF, Part IX-A	"POETRY MAGAZINE" - Total Expense \$ 1,141,457 (The amount paid to acquire assets use in the direct active conduct of the activity \$19,348 Expense is net of program revenue of \$671,452) Established in 1912, POETRY magazine continues to present not only the best new poetry written by distinguished American poets, but actively seeks out exciting work by emerging new or undiscovered writers The magazine also focuses on current issues relating to poetry in the culture, as well as presenting critical exchanges, debates, reviews, and special features The magazine receives and reads over 100,000 submissions of poetry a year, and publishes 11 issues a year Circulation was over 28,000 in December 2012 In addition to the print edition, the magazine is now available online, and its editors offer frequent podcasts in conjunction with each new issue Over 50,000 free copies of the April 2012 issue were sent to book groups for National Poetry Month

Identifier	Return Reference	Explanation
Poetryfoundation.org	Form 990-PF, Part IX-A	"POETRY FOUNDATION ORG" - Total Expense \$1,605,710 (The amount paid to acquire assets used in the direct active conduct of the activity \$20,910) The Foundation has extended its distribution activities from printed materials to most forms of digital media, creating a major web site for poetry. The web site is a source for news, reading lists, archives of selected works of poetry, study aids, and other resources. In 2012, the Foundation's Poetry Tool provided public access to over 13,000 poems. The web site also supports POETRY magazine and other Foundation programs. The Foundation utilizes the web site to develop new audiences for poetry through quality content and innovative programming that reaches out to users from children to seniors, casual readers to serious students of poetry. The web site had 12.5 million unique visitors, a 67% increase over 2011, and over 44 million page views. The Foundation has won a number of awards for its web site and smart phone applications. Additionally, free poetry videos are offered for both adult and children poetry users.

Identifier	Return Reference	Explanation
Educational and Public Programs and Prizes	Form 990-PF, Part IX-A	"EDUCATIONAL AND PUBLIC PROGRAMS AND PRIZES" - Total Expense \$2,678,890 (The amount paid to acquire assets used in the direct active conduct of the activity \$82,480) The Foundation offers many types of programs to the public to expand the audience for poetry In June 2011, the Foundation increased its in-person program activity with the opening of its new building More than half of the 22,000 sq ft space is open to the public including a poetry library, exhibition space, and performance space designed specifically for the spoken word The Library's 2012 activities made over 25,000 books of poetry and about poetry available to the public The Foundation presented in-person poetry programs to 4,200 in its new building and several other venues The Library and Exhibition space welcomed over 3,000 visitors on non-event days The Foundation partnered with other cultural institutions in Chicago in order to broaden its own audience but also to provide a free resource for unique and creative public programming The Foundation charges no admission Other areas of public poetry programming are still conducted outside of the new building These include youth and children's poetry activities, public radio and television poetry programming, research in special interest areas of poetry, and prizes and awards for excellence in poetry Poetry Out Loud, a national program of poetry recitation in high schools, completed its eighth year Working with the National Endowment for the Arts, the Foundation's program encourages high school students to memorize and perform great poems, helping students master public speaking skills, build self-confidence, and learn about their literary heritage The 2011/2012 program included over 365,000 students from across the country The Foundation's programs offered through the media (TV, radio, and print) reached over 16 million Research activities in the area of poetry included an expansion of international poetry initiatives which brought together poets in conversation to the United States as well as the development of over 10 books and publications which will be published in early 2013 The Foundation continued its major prize and recognition programs including the Children's Poet Laureate, Lilly Prize, and Lilly Fellowships

**TY 2012 Investments Corporate
Bonds Schedule**

Name: The Poetry Foundation
EIN: 36-2490808

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUND BONDS	38,700,368	38,700,368

**TY 2012 Investments Corporate
Stock Schedule****Name:** The Poetry Foundation**EIN:** 36-2490808

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOMESTIC EQUITIES	70,390,098	70,390,098
INTERNATIONAL EQUITIES	32,632,129	32,632,129

TY 2012 Investments - Other Schedule**Name:** The Poetry Foundation**EIN:** 36-2490808

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PRIVATE EQUITY	FMV	7,209,375	7,209,375
REAL ESTATE	FMV	9,371,729	9,371,729
NATURAL RESOURCES	FMV	1,342,199	1,342,199
CREDIT FUND	FMV	1,728,973	1,728,973

TY 2012 Land, Etc. Schedule**Name:** The Poetry Foundation**EIN:** 36-2490808

TY 2012 Legal Fees Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	49,276	4,928	4,928	39,476

TY 2012 Mortgages and Notes Payable Schedule**Name:** The Poetry Foundation**EIN:** 36-2490808**Total Mortgage Amount:** 14730000

Item No.	1
Lender's Name	VARIOUS PUBLICALLY ISSUED BONDS
Lender's Title	
Relationship to Insider	
Original Amount of Loan	15000000
Balance Due	14730000
Date of Note	2010-04
Maturity Date	
Repayment Terms	PRINCIPAL AND INTEREST PAYABLE 1/1 & 7/1 EACH YEAR
Interest Rate	
Security Provided by Borrower	FIXED RATE REVENUE BONDS
Purpose of Loan	FOR THE PURCHASE AND CONSTRUCTION OF NEW BUILDING
Description of Lender Consideration	CASH APPROXIMATELY \$14.9 MILLION
Consideration FMV	

TY 2012 Other Assets Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
LILLY TRUSTS-BENEFICIAL INT	27,923,000	23,716,325	23,716,325
BOND ISSUANCE COST, NET	506,843	459,673	459,673

TY 2012 Other Decreases Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Description	Amount
ROUNDING ERROR	536

TY 2012 Other Expenses Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EQUIPMENT RENTAL & MAINTENANCE	1,531			1,531
ADVERTISING	555,776		165,101	396,573
OFFICE SUPPLIES	44,242	612	612	40,887
TELEPHONE	5,105	152	152	3,922
POSTAGE & MESSENGER	18,171	1,119	1,119	19,718
BOOKS/CDS	14,371			5,764
COMPUTER WEBSITE MAINTENANCE	380,209	2,443	2,443	363,966
OFFICE INSURANCE	65,264	1,938	1,938	62,281
AUDIO & VIDEO RECORDING	5,850			6,100
BAD DEBTS	10,439			723
BANK AND INVESTMENT FEES	207,773	179,485	179,485	28,880
DUES/MEMBERSHIP	14,253			12,053
RECRUITMENT	115,601			112,098
GENERAL & ADMINISTRATIVE	17,791			16,816
OTHER EXPENSES FROM LP	243,850	243,850	243,850	

TY 2012 Other Income Schedule**Name:** The Poetry Foundation**EIN:** 36-2490808

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Earned Subscription	565,538		565,538
Single Copy Sale Income	4,837		4,837
Distributor Gross Sales	72,215		72,215
Advertising Revenue	29,900		29,900
Royalty Revenue from Poetry Publications	8,149	8,149	
and Digital Media			
Excluded Income from Unrelated Business		-42,967	
Income from LP Investments	147,792	147,792	
Other than Capital			
Operating Rent Rebate	6,628		6,628

TY 2012 Other Increases Schedule**Name:** The Poetry Foundation**EIN:** 36-2490808

Description	Amount
CHANGE IN BENEFICIAL INTEREST IN LILLY	1,592,000
TRUST	0
UNREALIZED GAIN ON INVESTMENTS	14,883,237
INCOME/LOSS TIMING ADJUSTMENTS FROM LP	397,090

TY 2012 Other Liabilities Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Description	Beginning of Year - Book Value	End of Year - Book Value
OTHER LIABILITIES	2,519	6,529

TY 2012 Other Professional Fees Schedule

Name: The Poetry Foundation

EIN: 36-2490808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	585,549	0	0	633,215

TY 2012 Taxes Schedule**Name:** The Poetry Foundation**EIN:** 36-2490808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOCIAL SECURITY / MEDICARE	117,981	4,779	4,779	113,203
TAX EXPENSE	1,295			1,344