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 JUL 1, 2012 **, and ending** JUN 30, 2013

Name of foundation: HARRY F. CHADDICK AND ELAINE CHADDICK FOUNDATION, INC.

A Employer identification number: 36-3320988

Number and street (or P O box number if mail is not delivered to street address): 2623 N. LAKEWOOD AVENUE

Room/suite: 515

B Telephone number: 312-346-2141

City or town, state, and ZIP code: CHICAGO, IL 60614

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 ▶☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 10,157,685.

J Accounting method: ☒ 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			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	121,548.	121,548.		STATEMENT 1
4	Dividends and interest from securities	125,474.	125,474.		STATEMENT 2
5a	Gross rents	58,145.			STATEMENT 3
b	Net rental income or (loss) -2,157.				STATEMENT 4
6a	Net gain or (loss) from sale of assets not on line 10	358,362.			
b	Gross sales price for all assets on line 6a 2,644,497.				
7	Capital gain net income (from Part IV, line 2)		358,362.		
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	663,529.	605,384.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	307,000.	92,100.		214,900.
14	Other employee salaries and wages	16,000.	4,800.		11,200.
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 5	25,713.	0.		0.
c	Other professional fees STMT 6	74,769.	74,769.		0.
17	Interest				
18	Taxes STMT 7	35,087.	6,926.		16,419.
19	Depreciation and depletion	19,937.	0.		
20	Occupancy	24,095.	7,229.		16,866.
21	Travel, conferences, and meetings	609.	0.		609.
22	Printing and publications				
23	Other expenses STMT 8	43,026.	12.		6,689.
24	**Total operating and administrative expenses.** Add lines 13 through 23	546,236.	185,836.		266,683.
25	Contributions, gifts, grants paid	670,675.			670,675.
26	**Total expenses and disbursements.** Add lines 24 and 25	1,216,911.	185,836.		937,358.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-553,382.			
b	**Net investment income** (if negative, enter -0-)		419,548.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

223501
12-05-12 LHA For Paperwork Reduction Act Notice, see instructions

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9A 8

	Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	326,148.	99,617.	99,617.
	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 9	5,099,790.	4,996,818.	7,215,033.
	c	Investments - corporate bonds STMT 10	2,600,288.	2,384,010.	2,413,655.
	11	Investments - land, buildings, and equipment basis ▶ 450,917. Less accumulated depreciation STMT 11▶ 27,383.	430,601.	423,534.	423,534.
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶ 19,220. Less accumulated depreciation STMT 12▶ 14,524.	4,570.	4,696.	4,696.
	15	Other assets (describe ▶ DEPOSIT)	1,150.	1,150.	1,150.
	16	**Total assets** (to be completed by all filers)	8,462,547.	7,909,825.	10,157,685.
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 ▶ SECURITY DEPOSIT)	1,698.	2,358.	
	23	**Total liabilities** (add lines 17 through 22)	1,698.	2,358.	
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	6,980,959.	6,980,959.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1,479,890.	926,508.	
	30	**Total net assets or fund balances**	8,460,849.	7,907,467.	
	31	**Total liabilities and net assets/fund balances**	8,462,547.	7,909,825.	

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	8,460,849.
2	Enter amount from Part I, line 27a	2	-553,382.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,907,467.
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	7,907,467.

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				
b	SEE ATTACHED STATEMENTS			
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				
b				
c				
d				
e	2,644,497.		2,286,135.	358,362.

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				
b				
c				
d				
e				358,362.

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	358,362.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	821,930.	10,174,854.	.080781
2010	960,148.	10,841,076.	.088566
2009	803,087.	10,713,364.	.074961
2008	719,927.	12,620,804.	.057043
2007	1,016,123.	13,977,549.	.072697

2	**Total** of line 1, column (d)	2	.374048
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	.074810
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,154,308.
5	Multiply line 4 by line 3	5	759,644.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,195.
7	Add lines 5 and 6	7	763,839.
8	Enter qualifying distributions from Part XII, line 4	8	937,358.

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.

HARRY F. CHADDICK AND ELAINE
Form 990-PF (2012) CHADDICK FOUNDATION, INC. 36-3320988

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	4,195.
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	4,195.
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	4,195.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,796.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	13,796.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	9,601.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶		9,601.	**Refunded** ▶ 11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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*	1b		X
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?	4b	X	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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 ▶ FRED M. BRODY Telephone no. ▶ 312-346-2141

Located at ▶ 19 S. LASALLE STREET, 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 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		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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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 2012?		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 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 ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	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 2012?		4b		X

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

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARI HATZENBUEHLER CRAVEN 2623 N. LAKEWOOD AVENUE CHICAGO, IL 60614	PRESIDENT/DIR 35.00	160,000.	0.	0.
SUZANNE SIKES 35 MAYFLOWER DRIVE ASHEVILLE, NC 28804	VICE PRES/DIR 30.00	132,000.	0.	0.
WAYNE MORETTI 1731 N. MARCEY STREET, SUITE 200 CHICAGO, IL 60614	TREASURER/DIR 10.00	15,000.	0.	0.

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

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

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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	9,606,532.
b	Average of monthly cash balances	1b	255,768.
c	Fair market value of all other assets	1c	446,642.
d	**Total** (add lines 1a, b, and c)	1d	10,308,942.
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	10,308,942.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	154,634.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,154,308.
6	**Minimum investment return.** Enter 5% of line 5	6	507,715.

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	507,715.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,195.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,195.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	503,520.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	503,520.
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	503,520.

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	937,358.
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	937,358.
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	4,195.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	933,163.

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					503,520.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				0.	
b Total for prior years: ______, ______, ______			0.		
3 Excess distributions carryover, if any, to 2012:					
a From 2007	324,298.				
b From 2008	91,295.				
c From 2009	271,317.				
d From 2010	427,552.				
e From 2011	317,115.				
f **Total** of lines 3a through e		1,431,577.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $	937,358.				
a Applied to 2011, 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 2012 distributable amount					503,520.
e Remaining amount distributed out of corpus		433,838.			
5 Excess distributions carryover applied to 2012 (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		1,865,415.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.				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)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7		324,298.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a		1,541,117.			
10 Analysis of line 9:					
a Excess from 2008	91,295.				
b Excess from 2009	271,317.				
c Excess from 2010	427,552.				
d Excess from 2011	317,115.				
e Excess from 2012	433,838.				

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 2012, 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) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail 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				
AB TECH FOUNDATION 340 VICTORIA ROAD ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	2,000.
ASHEVILLE DOWNTOWN ASSOCIATION 29 HAYWOOD STREET ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	25,175.
ASHEVILLE ART MUSEUM 2 SOUTH PACK SQUARE ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	57,200.
ASHEVILLE SYMPHONY ORCHESTRA P.O. BOX 2852 ASHEVILLE, NC 28802	NONE	PUBLIC	EDUCATIONAL	15,000.
ASHVILLE GREENWORKS P.O. BOX 2276 ASHVILLE, NC 28802	NONE	PUBLIC	EDUCATIONAL	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	670,675.
b Approved for future payment NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	121,548.	
4 Dividends and interest from securities			14	125,474.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property	531390	-2,157.			
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	358,362.	
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)		-2,157.		605,384.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 603,227.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

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

Signature of officer or trustee	Date	Title
	2.12.14	President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
FRED M. BRODY		2/9/14		P01045120

Firm's name ▶ MORRISON & MORRISON, LTD. Firm's EIN ▶ 36-3143186

Firm's address ▶ 19 SOUTH LASALLE ST., SUITE 1100
CHICAGO, IL 60603

Phone no. 312-346-2141

Form **8868** (Rev. January 2013) Department of the Treasury Internal Revenue Service	**Application for Extension of Time To File an Exempt Organization Return** ▶ File a separate application for each return.	OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. HARRY F. CHADDICK AND ELAINE CHADDICK FOUNDATION, INC.	Employer identification number (EIN) or 36-3320988
	Number, street, and room or suite no. If a P.O. box, see instructions. 2623 N. LAKEWOOD AVENUE, NO. 515	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60614	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ FRED M. BRODY 19 S. LASALLE STREET, CHICAGO, IL - 60603

  Telephone No. ▶ 312-346-2141 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2014 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year _____ or

▶ ☒ tax year beginning JUL 1, 2012 , and ending JUN 30, 2013 .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 13,796.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 8,796.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 5,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form 8868 (Rev. 1-2013)

223841
01-21-13

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	80 SH PHILIP MORRIS INTL INC	P	01/23/08	07/09/12
b	530 SH CUMMINS INC	P	05/14/10	08/06/12
c	140 SH FISERV INC	P	06/14/04	08/08/12
d	225 SH HOME DEPOT INC	P	07/28/09	10/15/12
e	KRAFT FOODS GROUP INC - CASH IN LIEU	P	02/14/12	10/30/12
f	30 SH COMCAST CORP	P	09/24/03	11/16/12
g	140 SH COMCAST CORP	P	07/10/03	11/16/12
h	145 SH TRAVELERS	P	07/10/03	11/16/12
i	1820 SH WASTE MGMT INC	P	12/05/05	11/16/12
j	100,000 PAR TELEFONICA EMISIONES SAU	P	02/09/11	12/06/12
k	105 SH CELGENE CORP	P	07/25/07	01/11/13
l	1450 MONDELEZ INTL INC	P	02/14/12	01/28/13
m	390 SH MICROSOFT CORP	P	07/10/03	02/21/13
n	170 SH HOME DEPOT INC	P	07/28/09	02/26/13
o	360 SH COMCAST CORP	P	09/24/03	02/27/13

	(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	7,169.		3,977.	3,192.
b	52,322.		38,575.	13,747.
c	9,781.		5,212.	4,569.
d	13,603.		5,707.	7,896.
e	15.		13.	2.
f	1,031.		594.	437.
g	4,811.		2,850.	1,961.
h	9,906.		5,457.	4,449.
i	56,548.		54,594.	1,954.
j	102,125.		99,825.	2,300.
k	10,023.		6,013.	4,010.
l	40,166.		36,184.	3,982.
m	10,738.		10,491.	247.
n	11,470.		4,312.	7,158.
o	13,735.		7,127.	6,608.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				3,192.
b				13,747.
c				4,569.
d				7,896.
e				2.
f				437.
g				1,961.
h				4,449.
i				1,954.
j				2,300.
k				4,010.
l				3,982.
m				247.
n				7,158.
o				6,608.

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	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	

223591
05-01-12

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	65 SH CELGENE CORP	P	07/25/07	03/07/13
b	95 SH HONEYWELL INTL INC	P	02/28/06	03/07/13
c	125000 VERIZON COMMUNICATIONS INC	P	04/01/08	04/15/13
d	50 SH CELGENE CORP	P	07/25/07	04/25/13
e	35 SH PROCTER & GAMBLE CO	P	06/14/04	04/25/13
f	155 SH PROCTER & GAMBLE CO	P	12/03/03	04/25/13
g	190 SH FISERV INC	P	06/14/04	05/03/13
h	225 SH FISERV INC	P	07/10/03	05/03/13
i	379 SH FISERV INC	P	10/22/03	05/03/13
j	200000 GLAXOSMITHKLINE CAP INC	P	05/06/08	05/15/13
k	90 SH CHEVRON CORP	P	02/02/12	06/05/13
l	150 SH EXXOM MOBIL CORP	P	09/15/05	06/05/13
m	170 SH AMERICAN EXPRESS CO	P	12/03/03	06/13/13
n	1620 SH ORACLE CORP	P	09/23/11	06/21/13
o	175 SH AIRGAS INC	P	06/28/11	07/10/12

	(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	7,139.		3,722.	3,417.
b	6,844.		3,910.	2,934.
c	125,000.		125,000.	0.
d	6,033.		2,863.	3,170.
e	2,703.		1,935.	768.
f	11,969.		7,498.	4,471.
g	16,524.		7,074.	9,450.
h	19,568.		8,343.	11,225.
i	32,960.		13,172.	19,788.
j	200,000.		200,000.	0.
k	10,992.		9,339.	1,653.
l	13,547.		9,459.	4,088.
m	12,697.		6,848.	5,849.
n	49,213.		46,288.	2,925.
o	14,137.		12,156.	1,981.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				3,417.
b				2,934.
c				0.
d				3,170.
e				768.
f				4,471.
g				9,450.
h				11,225.
i				19,788.
j				0.
k				1,653.
l				4,088.
m				5,849.
n				2,925.
o				1,981.

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 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	

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	500 SH GRAND CANYON EDUCATION INC	P	02/13/12	07/18/12
b	1000 SH GRAND CANYON EDUCATION INC	P	01/10/12	07/18/12
c	150 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	07/18/12
d	120 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	07/20/12
e	1075 SH VOETERRA SEMICONDUCTOR CORP	P	01/07/11	07/24/12
f	300 SH ISHARES CORE S&P SMALL-CAP E	P	04/12/06	07/25/12
g	500 SH CAVIUM INC	P	04/12/12	08/13/12
h	500 SH CAVIUM INC	P	04/11/12	08/13/12
i	1000 SH CAVIUM INC	P	05/31/12	08/13/12
j	525 SH TRIMBLE NAVIGATION LTD	P	09/10/10	09/17/12
k	295 SH NIKE INC - CL B	P	06/06/07	09/21/12
l	1000 SH DANAHER CORP	P	09/04/09	10/19/12
m	25 SH AMAZON.COM INC	P	09/07/11	10/22/12
n	400 SH OCCIDENTAL PETROLEUM CORP	P	06/22/11	11/02/12
o	775 SH GENPACT LTD	P	05/19/11	11/07/12

	(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	9,844.		8,985.	859.
b	19,688.		16,980.	2,708.
c	25,880.		21,437.	4,443.
d	20,594.		17,149.	3,445.
e	23,099.		25,548.	-2,449.
f	21,306.		19,089.	2,217.
g	15,703.		14,710.	993.
h	15,703.		14,504.	1,199.
i	31,406.		23,082.	8,324.
j	27,438.		15,725.	11,713.
k	28,452.		16,624.	11,828.
l	53,009.		32,548.	20,461.
m	5,861.		5,424.	437.
n	31,309.		41,223.	-9,914.
o	12,517.		13,039.	-522.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				859.
b				2,708.
c				4,443.
d				3,445.
e				-2,449.
f				2,217.
g				993.
h				1,199.
i				8,324.
j				11,713.
k				11,828.
l				20,461.
m				437.
n				-9,914.
o				-522.

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	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	

HARRY F. CHADDICK AND ELAINE CHADDICK FOUNDATION, INC.

CONTINUATION FOR 990-PF, PART IV
36-3320988 PAGE 4 OF 7

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	500 SH GENPACT LTD	P	10/27/11	11/07/12
b	500 SH GENPACT LTD	P	06/21/11	11/07/12
c	1225 SH GENPACT LTD	P	03/22/11	11/07/12
d	100000 NORTHERN TRST CO FIXED COUPON	P	04/30/09	11/14/12
e	50000 SIMON PROP GP LT FIXED COUPON	P	03/04/10	11/27/12
f	350 SH NATIONAL OILWELL VARCO INC	P	11/10/05	11/30/12
g	350 SH NATIONAL OILWELL VARCO INC	P	04/03/12	11/30/12
h	25000 JPMORGAN CHASE FIXED COUPON	P	02/10/11	12/03/12
i	788 SH EMC CORP	P	10/03/11	01/08/13
j	800 SH EMC CORP	P	04/11/12	01/08/13
k	1000 SH EMC CORP	P	12/20/12	01/08/13
l	150 SH INTL BUSINESS MACHINES CORP	P	12/28/09	01/14/13
m	1000 SH ISHARES CORE S&P SMALL CAP E	P	04/12/06	01/16/13
n	75 SH APPLE INC	P	05/23/12	01/24/13
o	10 SH ISHARES CORE S&P SMALL CAP E	P	04/12/06	01/28/13

	(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	8,076.		8,134.	-58.
b	8,076.		7,974.	102.
c	19,785.		16,962.	2,823.
d	105,786.		101,492.	4,294.
e	53,138.		50,716.	2,422.
f	23,939.		9,728.	14,211.
g	23,939.		28,182.	-4,243.
h	26,402.		25,291.	1,111.
i	18,644.		16,359.	2,285.
j	18,928.		22,520.	-3,592.
k	23,660.		25,960.	-2,300.
l	28,802.		19,775.	9,027.
m	80,728.		63,630.	17,098.
n	33,974.		41,995.	-8,021.
o	832.		636.	196.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				-58.
b				102.
c				2,823.
d				4,294.
e				2,422.
f				14,211.
g				-4,243.
h				1,111.
i				2,285.
j				-3,592.
k				-2,300.
l				9,027.
m				17,098.
n				-8,021.
o				196.

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 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

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	90 SH ISHARES CORE S&P SMALL CAP E	P	09/26/03	01/28/13
b	1000 SH POLYPORE INTERNATIONAL INC	P	05/03/13	01/29/13
c	245 SH ZOETIS INC	P	01/31/13	03/07/13
d	200 SH B/E AEROSPACE INC	P	03/13/12	03/19/13
e	300 SH B/E AEROSPACE INC	P	06/29/11	03/19/13
f	800 SH LIQUITY SERVICES INC	P	01/25/13	03/19/13
g	266 SH ARTISAN PARTNERS ASSET MA -A	P	03/07/13	04/05/13
h	200 SH JOHNSON & JOHNSON	P	01/16/13	04/08/13
i	950 SH MICROSOFT CORP	P	12/03/03	04/11/13
j	1500 SH MICROSOFT CORP	P	01/20/12	04/11/13
k	550 SH EXPRSS SCRIPTS HOLDING	P	07/22/11	04/12/13
l	500 SH EXPRESS SCRIPTS HOLDINGS	P	04/03/12	04/12/13
m	500 SH EXPRESS SCRIPTS HOLDINGS	P	04/02/12	04/12/13
n	450 SH EXPRESS SCRIPTS HOLDING	P	03/18/11	04/12/13
o	209 SH HMS HOLDING CORP	P	06/28/12	04/15/13

	(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	7,484.		3,517.	3,967.
b	37,609.		39,760.	-2,151.
c	8,457.		6,370.	2,087.
d	11,764.		9,495.	2,269.
e	17,646.		12,147.	5,499.
f	23,489.		33,485.	-9,996.
g	10,100.		7,980.	2,120.
h	16,205.		14,542.	1,663.
i	27,312.		24,615.	2,697.
j	43,124.		43,815.	-691.
k	31,082.		31,545.	-463.
l	28,256.		28,670.	-414.
m	28,256.		27,895.	361.
n	25,430.		23,861.	1,569.
o	5,297.		6,658.	-1,361.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				3,967.
b				-2,151.
c				2,087.
d				2,269.
e				5,499.
f				-9,996.
g				2,120.
h				1,663.
i				2,697.
j				-691.
k				-463.
l				-414.
m				361.
n				1,569.
o				-1,361.

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	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	

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	190 SH HMS HOLDING CORP	P	06/28/12	04/15/13
b	101 SH HMS HOLDING CORP	P	06/28/12	04/16/13
c	500 SH HMS HOLDING CORP	P	05/29/12	04/16/13
d	500 SH HMS HOLDING CORP	P	05/23/12	04/16/13
e	1400 SH HOLOGIC INC	P	03/05/12	04/17/13
f	300 SH HOLOGIC INC	P	03/05/12	04/24/13
g	1700 SH HOLOGIC INC	P	06/18/12	04/24/13
h	200 SH ISHARES CORE S&P SMALL CAP E	P	09/26/03	05/06/13
i	975 SH SALLY BEAUTY HOLDINGS INC	P	07/18/12	06/11/13
j	125 SH AIRGAS INC	P	06/28/11	06/17/13
k	200 SH AIRGAS INC	P	06/22/11	06/17/13
l	500 SH AIRGAS INC	P	03/23/11	06/17/13
m	20000 AMER INTL GROUP FIXED COUPON	P	04/24/12	06/19/13
n	50000 SIMON PROP GP LT FIXED COUPON	P	03/04/10	06/19/13
o	600 SH COGNIZANT TECH SOLUTIONS- A	P	05/02/13	06/19/13

	(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	4,815.		5,962.	-1,147.
b	2,571.		3,170.	-599.
c	12,730.		13,416.	-686.
d	12,730.		12,707.	23.
e	29,074.		28,618.	456.
f	6,040.		6,132.	-92.
g	34,224.		29,648.	4,576.
h	17,636.		7,815.	9,821.
i	29,245.		24,560.	4,685.
j	11,994.		8,683.	3,311.
k	19,190.		13,654.	5,536.
l	47,976.		31,556.	16,420.
m	20,607.		20,348.	259.
n	52,170.		50,716.	1,454.
o	38,147.		38,584.	-437.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				-1,147.
b				-599.
c				-686.
d				23.
e				456.
f				-92.
g				4,576.
h				9,821.
i				4,685.
j				3,311.
k				5,536.
l				16,420.
m				259.
n				1,454.
o				-437.

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 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	

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HARRY F. CHADDICK AND ELAINE CHADDICK FOUNDATION, INC.

CONTINUATION FOR 990-PF, PART IV
36-3320988 PAGE 7 OF 7

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	1000 SH FASTENAL CO	P	06/22/11	06/19/13
b	200 SH ISHARES CORE S&P SMALL CAP E	P	09/26/03	06/19/13
c	500 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	06/19/13
d	114.743 SH WILLIAM BLAIR EMG MKET LDR-I	P	12/21/09	06/20/13
e	8445.946 SH WILLIAM BLAIR EMG MKT LDR-I	P	05/04/09	06/20/13
f	62.379 SH WILLIAM BLAIR EMG MKT LDR-I	P	12/20/12	06/20/13
g	15.818 SH WILLIAM BLAIR EMG MKT LDR -I	P	12/17/10	06/20/13
h	48.298 SH WILLIAM BLAIR EMG MKT LDR-I	P	12/17/10	06/20/13
i	55.503 SH WILLLIAM BLAIR EMG MKT LDR-I	P	12/16/11	06/20/13
j	530.570 SH WILLIAM BLAIR EMG MKT LDR-I	P	12/16/11	06/20/13
k	188.664 SH WILLIAM BLAIR EMG MKT LDR-I	P	12/16/11	06/20/13
l	260 SH ALLERGAN INC	P	11/10/10	06/24/13
m	250 SH ALLERGAN INC	P	11/29/12	06/24/13
n				
o				

	(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	46,868.		33,888.	12,980.
b	18,348.		7,815.	10,533.
c	107,758.		71,455.	36,303.
d	934.		939.	-5.
e	68,750.		50,000.	18,750.
f	508.		570.	-62.
g	129.		159.	-30.
h	393.		485.	-92.
i	452.		416.	36.
j	4,319.		3,974.	345.
k	1,536.		1,413.	123.
l	22,714.		18,039.	4,675.
m	21,841.		23,099.	-1,258.
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				12,980.
b				10,533.
c				36,303.
d				-5.
e				18,750.
f				-62.
g				-30.
h				-92.
i				36.
j				345.
k				123.
l				4,675.
m				-1,258.
n				
o				

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	358,362.
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

HARRY F. CHADDICK AND ELAINE
CHADDICK FOUNDATION, INC. 36-3320988

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BEARS CARE 1000 FOOTBALL DRIVE LAKE FOREST, IL 60045	NONE	PUBLIC	CIVIC	5,000.
BIG SHOULDERS FUND 309 W. WASHINGTON CHICAGO, IL 60606	NONE	PUBLIC	EDUCATIONAL	12,500.
BLACK MOUNTAIN MUSEUM 56 BROADWAY ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	1,500.
BROTHER WOLF ANIMAL RESCUE 31 GLENDALE AVENUE ASHEVILLE, NC 28803	NONE	PUBLIC	CIVIC	400.
CATHOLIC CHARITIES 4940 W. FLOURNOY STREET CHICAGO, IL 60644	NONE	PUBLIC	RELIGIOUS	6,000.
CATHOLIC CHARITIES 3629 CHURCH ST COVINGTON, KY 41015	NONE	PUBLIC	RELIGIOUS	2,000.
CHANGE 4 CHILDREN, INC 6409 S ASLHAND AVENUE CHICAGO, IL 60636	NONE	PUBLIC	EDUCATIONAL	3,000.
CHERRY PRESCHOOL 1418 LAKE STREET EVANSTON, IL 60202	NONE	PUBLIC	EDUCATIONAL	2,500.
CHICAGO LIGHTHOUSE FOR THE BLIND 1850 WEST ROOSEVELT CHICAGO, IL 60608	NONE	PUBLIC	HEALTHCARE	1,500.
CHICAGO SYMPHONY ORCHESTRA 220 S. MICHIGAN AVENUE CHICAGO, IL 60604	NONE	PUBLIC	CIVIC	12,500.
Total from continuation sheets				566,300.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHILDREN'S HOME AND AID 125 S. WACKER DRIVE CHICAGO, IL 60606	NONE	PUBLIC	HEALTHCARE	5,000.
CONSERVATION TRUST OF NORTH CAROLINA 1028 WASHINGTON STREET RALEIGH, NC 27605	NONE	PUBLIC	CIVIC	5,000.
CRISTO REY JESUIT HIGH SCHOOL 1852 W. 22ND PL. CHICAGO, IL 60608	NONE	PUBLIC	EDUCATIONAL	1,000.
DEPAUL UNIVERSITY 1 E. JACKSON BLVD CHICAGO, IL 60604	NONE	PUBLIC	EDUCATIONAL	128,250.
DIANA WORTHAM THEATER 2 SOUTH PACK SQUARE ASHEVILLE, NC 28801	NONE	PUBLIC	CIVIC	60,000.
FAMILY RESCUE 9204 S. COMMERCIAL AVENUE, STE 407 CHICAGO, IL 60617	NONE	PUBLIC	HEALTHCARE	1,500.
GIRLS ON THE RUN 120 COTTAGE PLACE CHARLOTTE, NC 28207	NONE	PUBLIC	EDUCATIONAL	5,000.
H.O.M.E. - HOUSING OPPORTUNITIES AND MAINTENANCE FOR THE ELDERLY 1419 W. CARROLL AVENUE CHICAGO, IL 60607	NONE	PUBLIC	HEALTHCARE	2,000.
HARMONY HOPE AND HEALING P.O. BOX 557834 CHICAGO, IL 60655	NONE	PUBLIC	HEALTHCARE	2,500.
HEALTHY SCHOOLS CAMPAIGN 175 N. FRANKLIN, STE 300 CHICAGO, IL 60606	NONE	PUBLIC	HEALTHCARE	3,500.
Total from continuation sheets				

Part XV **Supplementary Information**

3 **Grants and Contributions Paid During the Year (Continuation)**

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
HEAR FOUNDATION 141 W. JACKSON STREET CHICAGO, IL 60604	NONE	PUBLIC	HEALTHCARE	10,000.
HEPHZIBAH CHILDREN'S ASSOCIATION 946 NORTH BOULEVARD OAK PARK, IL 60301	NONE	PUBLIC	EDUCATIONAL	1,000.
HIGH SIGHT 315 WEST WALTON CHICAGO, IL 60610	NONE	PUBLIC	HEALTHCARE	5,000.
HOLY NAME CATHEDRAL 730 N WABASH AVE CHICAGO, IL 60611	NONE	PUBLIC	RELIGIOUS	5,000.
HORIZONS FOR YOUTH 703 WEST MONROE CHICAGO, IL 60661	NONE	PUBLIC	EDUCATIONAL	7,000.
HOWARD AREA COMMUNITY CENTER 7648 NORTH PAULINA STREET CHICAGO, IL 60626	NONE	PUBLIC	EDUCATIONAL	1,500.
INTERNATIONAL ORGANIZATION OF ADOLESCENTS 4305 N. LINCOLN, SUITE E CHICAGO, IL 60618	NONE	PUBLIC	EDUCATIONAL	2,500.
JOSEPHINUM ACADEMY 1501 N. OAKLEY BLVD. CHICAGO, IL 60622	NONE	PUBLIC	EDUCATIONAL	2,000.
LEAP LEARNING SYSTEMS 8 SOUTH MICHIGAN CHICAGO, IL 60603	NONE	PUBLIC	EDUCATIONAL	40,000.
LITERATURE FOR ALL OF US 2010 DEWEY AVENUE EVANSTON, IL 60201	NONE	PUBLIC	EDUCATIONAL ;LISTTOTAL 5250	2,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LOYOLA UNIVERSITY - CHICAGO SCHOOL OF LAW 25 EAST PEARSON STREET CHICAGO, IL 60611	NONE	PUBLIC	EDUCATIONAL	2,000.
MEALS ON WHEELS 146 VICTORIA ROAD ASHEVILLE, NC 28801	NONE	PUBLIC	CIVIC	100.
MEMORYCARE 100 FAR HORIZONS LANE ASHEVILLE, NC 28803	NONE	PUBLIC	HEALTHCARE	500.
MERIT SCHOOL OF MUSIC 38 SOUTH PEORIA STREET3 CHICAGO, IL 60607	NONE	PUBLIC	SCHOOL	6,000.
MISSION HOSPITAL FOUNDATION 980 HENDERSONVILLE ROAD ASHEVILLE, NC 28803	NONE	PUBLIC	HEALTHCARE	25,000.
NATHAN SMITH MINISTRIES 4001 HANKS CREEK LN BELMONT, NC 28012	NONE	PUBLIC	RELIGIOUS	250.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 3101 INDUSTRIAL DRIVE, SUITE 210 RALEIGH, NC 27609	NONE	PUBLIC		100.
PACIFIC GARDEN MISSION 1458 SOUTH CANAL STREET CHICAGO, IL 60607	NONE	PUBLIC	CIVIC	3,000.
RAINBOW HOSPICE & PALLIATIVE CARE 1550 BISHOP COURT MOUNT PROSPECT, IL 60056	NONE	PUBLIC	HEALTHCARE	2,000.
SACRED HEART SCHOOLS 6250 N. SHERIDAN ROAD CHICAGO, IL 60660	NONE	PUBLIC	SCHOOL	5,000.
Total from continuation sheets				

HARRY F. CHADDICK AND ELAINE
CHADDICK FOUNDATION, INC. 36-3320988

Part XV Supplementary Information

3 **Grants and Contributions Paid During the Year (Continuation)**

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
SPARK 251 RHODE ISLAND SAN FRANCISCO, CA 94103	NONE	PUBLIC	EDUCATIONAL	3,000.
SPECIAL OLYMPICS NORTH CAROLINA 2200 GATEWAY CENTER BLVD MORRISVILLE, NC 27560	NONE	PUBLIC	SCHOOL	5,000.
ST LEONARD'S MINISTRIES 48 NORTH HOYNE AVENUE CHICAGO, IL 60612	NONE	PUBLIC	RELIGIOUS	3,500.
ST. EUGENES CATHOLIC CHURCH 7958 WEST FOSTER AVENUE CHICAGO, IL 60656	NONE	PUBLIC	RELIGIOUS ;LISTTOTAL 11000	10,250.
ST. IGNATIUS COLLEGE PREP 1076 WEST ROOSEVELT ROAD CHICAGO, IL 60608	NONE	PUBLIC	SCHOOL	55,000.
ST. JOSAPHAT PARISH 2311 N. SOUTHPORT CHICAGO, IL 60614	NONE	PUBLIC	RELIGIOUS	100.
ST. VINCENT DE PAUL SOCIETY 58 PROGRESS PARKWAY ST. LOUIS, MO 63043	NONE	PUBLIC	RELIGIOUS	5,000.
TEEN LIVING PROGRAM 162 W. HUBBARD ST. CHICAGO, IL 60610	NONE	PUBLIC	0M - 12/04/12 02:55PM WORKSHEET GRANTS AND CONTRIBUTIONS PAID	3,500.
TEMPLE BETH HATEPHIK 43 NORTH LIBERTY STREET ASHEVILLE, NC 28801	NONE	PUBLIC	RELIGIOUS	1,000.
THE ARK 6450 N. CALIFORNIA CHICAGO, IL 60645	NONE	PUBLIC	CIVIC	2,500.
Total from continuation sheets				

HARRY F. CHADDICK AND ELAINE
CHADDICK FOUNDATION, INC. 36-3320988

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
THE CHILDREN'S PLACE 700 N. SACRAMENTO BLVD., SUITE 300 CHICAGO, IL 60612	NONE	PUBLIC	CIVIC	1,000.
THE NIGHT MINISTRY 4711 N RAVENSWOOD AVE CHICAGO, IL 60640	NONE	PUBLIC	HEALTHCARE	1,500.
THE PEACE CENTER 300 SOUTH MAIN ST GREENVILLE, SC 29210	NONE	PUBLIC	EDUCATIONAL	1,000.
THRESHOLDS 4101 N RAVENSWOOD AVENUE CHICAGO, IL 60613	NONE	PUBLIC	HEATLHCARE	1,500.
TUTORING CHICAGO 2145 N HALSTED ST CHICAGO, IL 60614	NONE	PUBLIC	EDUCATIONAL	3,000.
UNIVERSITY OF CHICAGO 5801 SOUTH ELLIS AVENUE CHICAGO, IL 60637	NONE	PUBLIC	EDUCATIONAL	30,000.
UNIVERSITY OF WISCONSIN 716 LANGDON STREET MADISON, WI 53706	NONE	PUBLIC	EDUCATIONAL	27,000.
WCOS RADIO 316 GREYSTONE BLVD COLUMBIA, SC 29210	NONE	PUBLIC	CIVIC ;LISTTOTAL 2000	11,000.
WESTERN CAROLINA FOR CRIMINAL JUSTICE WESTERN CALIFORNIA UNIVERSITY 413-A BELK BUILDING CULLOWHEE, NC 28723	NONE	PUBLIC	EDUCATIONAL	5,000.
WESTERN CAROLINA AIDS PROJECT 140 SOUTH CHURCH STREET HENDERSONVILLE, NC 28739	NONE	PUBLIC	HEALTHCARE ;LISTTOTAL 350	8,100.
Total from continuation sheets				

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
WESTERN NORTH CAROLINA RESCUE MISSION P.O. BOX 909 ASHVILLE, NC 28802	NONE	PUBLIC	HEALTHCARE ;LISTTOTAL 7900	5,250.
WNCW RADIO P.O. BOX 804 SPINDALE, NC 28160	NONE	PUBLIC	CIVIC	2,000.
Total from continuation sheets				

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05-01-12

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

SOURCE	AMOUNT
BANK OF AMERICA ACCT#72-01-101-6485267	66,571.
BANK OF AMERICA ACCT#72-01-101-6485267 - AMORTIZATION/ACCRETION	1,038.
WILLIAM BLAIR ACCT#452-17746	54,329.
WILLIAM BLAIR ACCT#452-17746 - ACCRUED INTEREST PURCHASED	-390.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	121,548.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA ACCT#72-01-101-6485267	76,473.	0.	76,473.
WILLIAM BLAIR ACCT#452-17746	49,001.	0.	49,001.
TOTAL TO FM 990-PF, PART I, LN 4	125,474.	0.	125,474.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RESIDENTIAL - 5440 N CAMPBELL, CHICAGO	1	58,145.
TOTAL TO FORM 990-PF, PART I, LINE 5A		58,145.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		18,235.	
BANK FEES		273.	
CLEANING & MAINTENANCE		1,052.	
INSURANCE		3,150.	
MANAGEMENT FEE		7,500.	
MISCELLANEOUS		995.	
PAINTING		784.	
REPAIRS		2,810.	
SEWER/WATER		5,756.	
TRASH REMOVAL		1,572.	
UTILITIES		6,583.	
COMMISSIONS		5,850.	
PROPERTY TAX		5,742.	
- SUBTOTAL -	1		60,302.
TOTAL RENTAL EXPENSES			60,302.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-2,157.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	25,713.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	25,713.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	24,570.	24,570.		0.
INVESTMENT FEES	50,199.	50,199.		0.
TO FORM 990-PF, PG 1, LN 16C	74,769.	74,769.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	260.	0.		260.
PAYROLL TAXES	23,085.	6,926.		16,159.
FEDERAL TAXES	6,000.	0.		0.
PROPERTY TAX	5,742.	0.		0.
TO FORM 990-PF, PG 1, LN 18	35,087.	6,926.		16,419.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE EXPENSE	1,291.	0.		1,291.
PARKING FEES	1,935.	0.		1,935.
BANK FEES	12.	12.		0.
OFFICE EXPENSES	2,189.	0.		2,189.
FEES	1,274.	0.		1,274.
BANK FEES	273.	0.		0.
CLEANING & MAINTENANCE	1,052.	0.		0.
INSURANCE	3,150.	0.		0.
MANAGEMENT FEE	7,500.	0.		0.
MISCELLANEOUS	995.	0.		0.
PAINTING	784.	0.		0.
REPAIRS	2,810.	0.		0.
SEWER/WATER	5,756.	0.		0.
TRASH REMOVAL	1,572.	0.		0.
UTILITIES	6,583.	0.		0.
COMMISSIONS	5,850.	0.		0.
TO FORM 990-PF, PG 1, LN 23	43,026.	12.		6,689.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA ACCT#72-01-101-6485267(SEE ATTACHED)	2,369,538.	3,582,851.
WILLIAM BLAIR & COMPANY ACCT#452-17746-1-4-401 (SEE ATTACHED)	2,627,280.	3,632,182.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,996,818.	7,215,033.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA ACCT#72-01-101-6485267(SEE ATTACHED)	1,218,178.	1,247,847.
WILLIAM BLAIR & COMPANY ACCT#452-17746-1-4-401 (SEE ATTACHED)	1,165,832.	1,165,808.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,384,010.	2,413,655.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	395,503.	23,371.	372,132.
LAND	43,945.	0.	43,945.
WASHING MACHINE	301.	216.	85.
APPLIANCES	6,109.	3,666.	2,443.
IMPROVEMENTS	5,059.	130.	4,929.
TOTAL TO FM 990-PF, PART II, LN 11	450,917.	27,383.	423,534.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND FIXTURES	2,375.	2,375.	0.
COMPUTER	1,344.	1,344.	0.
FURNITURE AND FIXTURES	7,876.	7,876.	0.
OFFICE WIRING	3,389.	580.	2,809.
COMPUTER	1,014.	1,014.	0.
FURNITURE AND FIXTURES	1,394.	1,061.	333.
COMPUTER	1,828.	274.	1,554.
TOTAL TO FM 990-PF, PART II, LN 14	19,220.	14,524.	4,696.

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE AND FIXTURES	01/01/95		.000	HY	16	2,375.				2,375.	2,375.		0.	2,375.
12	COMPUTER	07/09/06	SL	5.00		16	1,344.				1,344.	1,344.		0.	1,344.
13	FURNITURE AND FIXTURES	07/10/06	SL	7.00		16	7,876.				7,876.	6,750.		1,126.	7,876.
24	OFFICE WIRING	11/01/06	SL	39.00	MM	16	3,389.				3,389.	493.		87.	580.
35	COMPUTER	08/10/07	SL	5.00		16	1,014.				1,014.	998.		16.	1,014.
46	FURNITURE AND FIXTURES	03/08/08	SL	7.00		16	1,394.				1,394.	862.		199.	1,061.
72	COMPUTER	10/05/12	SL	5.00		16	1,828.				1,828.			274.	274.
	* 990-PF PG 1 TOTAL OTHER						19,220.				19,220.	12,822.		1,702.	14,524.

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05-01-12

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2013
BANK OF AMERICA ACCOUNT #72-01-101-6485267

BALANCE SHEET ATTACHMENT

BONDS

SHARES	SECURITY	COST	FAIR MARKET VALUE
100,000.000	PRUDENTIAL FINL INC MTN SER B 4.500% DUE 07/15/13	95,224.00	100,092.00
200,000.000	WALGREEN CO SR NT 4.875% DUE 08/01/13	199,676.36	200,650.00
100,000.000	MCCORMICK & CO INC MTN 5.250% DUE 09/01/13	98,111.50	100,766.00
16,000.000	DE PONTE E I DENEMOURS & CO NT 5.875% DUE 01/15/14	15,967.20	16,443.20
200,000.000	AMERICAN EXPRESS CR CORP SR UNSECD NT 5.125% DUE 08/25/14	200,372.00	209,616.00
100,000.000	GOLDMAN SACHS GROUP INC NT 5.000% DUE 10/01/14	105,367.00	104,408.00
100,000.000	GENERAL ELEC CAP CORP SR UNSECD MTN SER A 3.750% DUE 11/14/14	99,604.00	103,920.00
100,000.000	WRIGLEY WM JR CO NT 4.650% DUE 07/15/15	98,500.00	105,496.00
100,000.000	HEWLETT PACKARD CO SR UNSECD GLOBAL NT 2.125%, DUE 09/13/15	99,887.00	101,209.00
50,000.000	SHELL INTL FIN BV CO GTD NT 3.100% DUE 06/28/15	49,965.50	52,401.00
150,000.000	VERSIZON COMMUNICATIONS INC 3.992%, DUE 02/16/16	155,503.50	152,845.50
	TOTAL	$1,218,178.06	$1,247,846.70

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2013
BANK OF AMERICA ACCOUNT #72-01-101-6485267

BALANCE SHEET ATTACHMENT

STOCKS

SHARES	SECURITY	COST	FAIR MARKET VALUE
660.000	ALLERGAN INC	$45,792.18	$55,598.40
1,145.000	AMERICAN EXPRESS CO	45,626.95	85,600.20
820.000	CELGENE CORP	42,236.64	95,923.60
520.000	CHEVRON CORP	53,746.26	61,536.80
2,785.000	CISCO SYS INC	53,306.30	67,772.98
2,535.000	COMCAST CORP	49,182.30	100,563.45
610.000	COSTCO WHSL CORP NEW	50,282.97	67,447.70
1,320.000	DU PONTE I DE NEMOURS & CO	50,096.51	69,300.00
1,105.000	EBAY INC	55,957.31	57,150.60
2,302.000	EMC CORP	48,513.66	54,373.24
1,170.000	EMERSON ELEC CO	56,225.75	63,811.80
775.000	EXXON MOBIL CORP	46,786.44	70,021.25
3,075.000	GENERAL ELECTRIC CORP	78,800.44	71,309.25
85.000	GOOGLE INC	41,352.17	74,831.45
1,085.000	HOME DEPOT INC	27,518.53	84,054.95
1,095.000	HONEYWELL INTL INC	45,072.17	86,877.30
395.000	INTERNATIONAL BUSINESS MACHINES	52,073.87	75,488.45
1,680.000	J P MORGAN CHASE & CO	59,533.03	88,687.20
1,110.000	JOHNSON & JOHNSON	55,511.50	95,304.60
1,163.000	KRAFT FOODS INC	50,077.04	64,976.81
2,048.000	MICROSOFT CORP	54,176.89	70,748.16
895.000	NATIONAL OILWELL VARGO INC	24,874.73	61,665.50
1,510.000	NIKE INC CL B	42,547.04	96,156.80
615.000	OCCIDENTAL PETE CORP DEL	57,453.67	54,876.45
1,140.000	PEPSICO INC	52,723.55	93,240.60
1,145.000	PHILIP MORRIS INTL INC	48,100.06	99,179.90
1,025.000	PROCTER & GAMBLE CO	48,310.37	78,914.75
1,055.000	PRUDENTIAL FINANCIAL INC	78,299.91	77,046.65
1,400.000	QUALCOMM INC	52,116.54	85,526.00
850.000	SCHLUMBERGER LTD	51,714.03	60,911.00
1,150.000	STARBUCKS CORP	54,947.25	75,336.50
995.000	THERMO FISHER SCIENTIFIC CORP	35,814.03	84,206.85
1,175.000	TRAVELERS COS INC	43,127.23	93,906.00
855.000	UNITED TECHNOLOGIES CORP	53,438.26	79,463.70
1,895.000	WELLS FARGO & CO	64,234.78	78,206.65
795.000	YUM BRANDS INC	55,402.35	55,125.30
1,200.000	SPDR S&P MIDCAP 400 ETF	112,608.00	252,120.00
2,800.000	ISHARES S&P SMALL CAP 600 INDEX FUND	109,414.01	252,868.00
1,000.000	ISHARES MSCI EAFE INDEX FUND	53,219.50	57,300.00
1,075.000	NOVARTIS A G SPONSORED ADR SWITZERLAND	57,463.39	76,013.25
200.000	VANGUARD FTSE ALL WORLD EX-US SMALL CAP ETF	17,332.00	17,846.00
2,250.000	VANGUARD FTSE ALL WORLD EX US INDEX FUND	97,380.00	99,495.00
1,880.000	VODAFONE GROUP PLC SPONSORED ADR NEW UNITED KINGDOM	53,173.35	54,040.60
200.000	ISHARES MSCI ALL COUNTRY ASIA EX-JAPAN INDEX FUND	11,319.98	10,954.00
175.000	ISHARES INC MSCI BRAZIL FREE INDEX FUND	11,015.67	7,675.50
500.000	VANGUARD MSCI EMERGING MKTS ETF	21,639.75	19,397.50
	TOTAL	$2,369,538.36	$3,582,850.69

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2013
WILLIAM BLAIR & COMPANY ACCT#145-17746-1-4-401

BALANCE SHEET ATTACHMENT

BONDS

SHARES	SECURITY	COST	FAIR MARKET VALUE
100,000.000	ALCOA INC NT 6.150% DUE 08/15/2020	100,775.00	102,429.00
110,000.000	AMERICAN INTL GROUP INC NT 3.000% DUE 03/20/2015	111,965.00	113,363.00
100,000.000	BALL CORP SR NT 5.750% DUE 05/15/2021	106,554.00	105,250.00
150,000.000	BE AEROSPACE INC SR NT 6.875% DUE 10/01/2018	164,338.00	162,000.00
100,000.00	CONSTELLATION BRANDS INC SR NT 7.25% DUE 5/15/17	117,816.00	113,750.00
100,000.00	DOLLAR GEN CORP NEW 4.125% DUE 7/15/17	101,215.00	105,478.00
100,000.000	FISERV INC SR NT 3.125% DUE 10/01/2015	102,466.00	104,312.00
150,000.000	FORD MOTOR CREDIT CO SR 3.000& DATED 06/12/2017	149,995.00	150,317.00
125,000.000	JPMORGAN CHASE & CO NT 3.400% DUE 06/24/2015	129,171.00	130,471.00
50,000.000	POLYPORE INTERNATIONAL SR NT 7.5% DUE 11/158/17	54,363.00	52,125.00
25,000.000	TRIUMPH GROUP INC NEW 8.0% DUE 11/15/17	27,174.00	26,313.00
	TOTAL	$1,165,832.00	$1,165,808.00

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2013
WILLIAM BLAIR & COMPANY ACCT#145-17746-1-4-401

BALANCE SHEET ATTACHMENT

STOCKS

SHARES	SECURITY	COST	FAIR MARKET VALUE
4,000.000	ACORN ENERGY INC	$36,021.00	$33,760.00
250.000	AFFILIATED MANAGERS GROUP INC	$25,877.00	$40,985.00
300.000	AMAZON.COM INC	$60,272.00	$83,307.00
250.000	APPLE INC	$64,122.00	$99,133.00
1,500.000	BE AEROSPACE INC	$62,828.00	$94,620.00
2,000.000	BROOKDALE SR LIVING INC	$45,487.00	$52,880.00
1,000.000	CATERPILLAR INC	$100,412.00	$82,490.00
705.000	CHEVRON CORPORATION	$79,936.00	$83,430.00
4,000.000	CISCO SYSTEMS INC	$84,430.00	$97,340.00
725.000	CITRIX SYSTEMS INC	$55,914.00	$43,739.00
500.000	COSTCO WHOLESALE CORP-NEW	$52,869.00	$55,285.00
2,000.000	DEXCOM INC	$20,282.00	$44,900.00
2,100.000	EBAY INC	$63,713.00	$108,612.00
1,090.000	ENVESTNET INC	$14,288.00	$26,814.00
810.000	EXXON-MOBIL CORP	$53,398.55	$73,184.00
1,000.000	FASTENAL CO	$37,846.00	$45,850.00
3,695.000	GENERAL ELECTRIC CO	$79,491.00	$85,687.00
2,400.000	GILEAD SCIENCES INC	$46,375.00	$123,048.00
180.000	GOOGLE INC	$85,357.00	$158,467.00
1,000.000	HALLIBURTON INC	$42,942.00	$41,720.00
1,100.000	HARLEY DAVIDSON INC	$43,352.00	$60,302.00
1,230.000	HOME DEPOT INC	$45,890.00	$95,288.00
900.000	IDEXX LABORATORIES CORP	$78,576.00	$80,802.00
700.000	I H S INC	$40,499.00	$73,066.00
300.000	INTERCONTINENTAL EXCHANGE INC	$29,935.00	$53,328.00
1,210.000	ISHARES CORE S&P SMALL CAP ETF	$47,282.00	$109,275.00
900.000	JOHNSON & JOHNSON	$65,459.00	$77,274.00
3,000.000	LKQ CORPORATION	$67,094.00	$77,250.00
2,000.000	LOWES COMPANIES INC	$57,017.00	$81,800.00
525.000	MCDONALDS CORP	$36,279.00	$51,975.00
1,000.000	MEDTRONIC INC	$39,468.00	$51,470.00
1,700.000	NXSTAGE MEDICAL INC	$33,885.00	$24,276.00
1,000.000	PALL CORP	$69,483.00	$66,430.00
4,000.000	PANDORA MEDIA INC	$41,728.00	$73,600.00
445.000	PEPSICO INC	$20,586.00	$36,397.00
475.000	PHILIP MORRIS INTERNATIONAL INC	$19,423.00	$41,145.00
375.000	PRECISION CASTPARTS CORP	$57,886.00	$84,754.00
1,300.000	RED HAT INC	$65,709.00	$62,166.00
1,000.000	SALLY BEAUTY HOLDINGS INC	$25,173.00	$31,100.00
700.000	STANDARD & POORS MIDCAP 400 SPDR S&P MIDCAP 400 ETF	$65,688.00	$147,070.00
1,500.000	STARBUCKS CORP	$72,177.00	$98,265.00
700.000	STRYKER CORP	$34,891.00	$45,276.00
2,425.000	TRIMAS CORP	$39,322.00	$90,404.00
1,500.000	TRIMBLE NAVIGATION LTD	$38,863.35	$38,863.35
450.000	VISA INC	$34,199.00	$82,238.00
2,000.000	WALGREEN CO	$74,130.00	$88,400.00
1,500.000	WELLS FARGO & CO	$51,555.00	$61,905.00
2,300.000	INVESCO LTD	$42,821.00	$73,140.00
4,000.000	NOVADAQ TECHNOLOGIES INC	$42,133.00	$53,840.00
1,000.000	PENTAIR LTD	$48,525.00	$57,690.00
1,030.000	SCHLUMBERGER LTD	$86,411.00	$88,142.00
	TOTAL	$2,627,279.90	$3,632,182.35