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 08-01-2012 , and ending 07-31-2013

Name of foundation
GRANT THORNTON FOUNDATION

% ALLISON MORAN

Number and street (or P O box number if mail is not delivered to street address)
175 W JACKSON BOULEVARD
Suite

Room/suite

City or town, state, and ZIP code
CHICAGO, IL 60604

A Employer identification number
30-0438415

B Telephone number (see instructions)
(312) 602-8339

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,000

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)	824,245			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	824,245	0		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,000	0	0	7,000
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	4,979			4,979
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,979	0	0	11,979
	25	Contributions, gifts, grants paid	812,266			812,266
	26	**Total expenses and disbursements.** Add lines 24 and 25	824,245	0	0	824,245
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	0			
	b	**Net investment income** (if negative, enter -0-)		0		
	c	**Adjusted net income** (if negative, enter -0-)				

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	1,120	1,000	1,000
	2	Savings and temporary cash investments			
	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 (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,120	1,000	1,000
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	1,120	1,000	
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	1,120	1,000	
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			
	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)	0	0	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,120	1,000	

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	0
2	Enter amount from Part I, line 27a	2	0
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	0
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	0

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				
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				

	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	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
3	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	

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 ____________ **(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	0
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

			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		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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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		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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶See Additional Data Table			
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	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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 ▶N/A

14 The books are in care of ▶ALLISON MORAN Telephone no ▶(312) 856-0200

Located at ▶175 W JACKSON BOULEVARD CHICAGO IL ZIP +4 ▶60604

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)?	1b		No
	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		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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*.	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**		
	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

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

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

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

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	
2	
3	
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	0
b	Average of monthly cash balances	1b	95,154
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	95,154
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	0
3	Subtract line 2 from line 1d	3	95,154
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,427
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	93,727
6	**Minimum investment return.** Enter 5% of line 5	6	4,686

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	4,686
2a	Tax on investment income for 2012 from Part VI, line 5	2a	0		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,686
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,686
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	4,686

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	824,245
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	0
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	824,245
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	824,245

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				4,686
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. 0				
b From 2008. 0				
c From 2009. 857,384				
d From 2010. 787,912				
e From 2011. 684,282				
f **Total** of lines 3a through e.	2,329,578			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 824,245				
a Applied to 2011, but not more than line 2a			0	
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.				4,686
e Remaining amount distributed out of corpus	819,559			
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	3,149,137			
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) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	3,149,137			
10 Analysis of line 9				
a Excess from 2008. . . . 0				
b Excess from 2009. . . . 857,384				
c Excess from 2010. . . . 787,912				
d Excess from 2011. . . . 684,282				
e Excess from 2012. . . . 819,559				

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. . . . . . . ▶

b Check box to indicate whether the organization 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**
2a 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 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))

NA

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

NA

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				812,266
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See instructions)
	(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					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
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)					

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

(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) (See instructions)
1	Not Applicable

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)**		**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

******	2014-06-09	******
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	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶	Grant Thornton LLP		Firm's EIN ▶	
Firm's address ▶	2010 CORPORATE RIDGE SUITE 400 MCLEAN, VA 22102		Phone no (703) 847-7500	

Form 990PF Part VII-A Line 8a

Enter the states to which the foundation reports or with which it is registered	AL, AK, AZ, CA, CO, CT, DC, AK, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI, MN, MS, MO, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI

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
MICHAEL MCGUIRE 175 W JACKSON BOULEVARD CHICAGO, IL 60604	DIRECTOR/PRESIDENT 0	0		
RUSSELL G WIEMAN 175 W JACKSON BOULEVARD CHICAGO, IL 60604	DIRECTOR/TREASURER 0	0		
DORSEY BASKIN 175 W JACKSON BOULEVARD CHICAGO, IL 60604	DIRECTOR 0	0		
JANET MALZONE 175 W JACKSON BOULEVARD CHICAGO, IL 60604	DIRECTOR 0	0		
MAUREEN AIDASANI 175 W JACKSON BOULEVARD CHICAGO, IL 60604	SECRETARY 0	0		

Form 990PF Part XV Line 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*				
Appalachian State University Foundation Appalachian State University ASU Box 32014 Boone, NC 286082013	NONE	509(a)(1)	Educational Institution Support	7,603
Arizona State University Foundation Arizona State University PO Box 2260 Tempe, AZ 852802260	NONE	509(a)(1)	Educational Institution Support	4,700
Baruch College 1 Bernard Baruch Way Box A1603 New York, NY 10010	NONE	509(a)(1)	Educational Institution Support	3,900
Baylor University One Bear Place 97026 Waco, TX 767987026	NONE	509(a)(1)	Educational Institution Support	8,100
Bentley University 175 Forrest St LaCava Bldg 275 Dev office Mileti Alumni Ctr Waltham, MA 02452	NONE	509(a)(1)	Educational Institution Support	9,150
Brigham Young University LDS Philanthropies-Marriott School 730 Tanner Building Provo, UT 84602	NONE	509(a)(1)	Educational Institution Support	29,740
California Polytechnic State University California Polytechnic State Univ 730 Tanner Building San Luis Obispo, CA 93407	NONE	509(a)(3) TypeIII-F	Educational Institution Support	1,200
College of William and Mary The College of William and Mary One Grand Avenue Williamsburg, VA 23187	NONE	509(a)(1)	Educational Institution Support	3,700
Colorado State University Foundation Colorado State University 521 University Services Center Fort Collins, CO 805237116	NONE	509(a)(1)	Educational Institution Support	5,900
DePaul University 55 East Jackson Blvd 18th Fl 521 University Services Center Chicago, IL 606042287	NONE	509(a)(1)	Educational Institution Support	15,900
Drexel University Corporate Foundation Office DePaul Center 1703 Philadelphia, PA 19104	NONE	509(a)(1)	Educational Institution Support	15,014
Emporia State University Foundation Inc Emporia State University 3142 Market St Peck Ctr Emporia, KS 66801	NONE	509(a)(1)	Educational Institution Support	3,700
Florida Atlantic Univ Foundation Inc Florida Atlantic University Sauder Alumni Ctr 1500 Highland Boca Raton, FL 33431	NONE	509(a)(1)	Educational Institution Support	7,500
Florida International Univ Foundation Florida International Univ 777 Glades Rd Miami, FL 33199	NONE	509(a)(1)	Educational Institution Support	8,200
Florida State University Foundation 2010 Levy Ave Bldg B 300 11200 SW 8th St MARC 540 Tallahassee, FL 323062739	NONE	509(a)(1)	Educational Institution Support	13,400

Form 990PF Part XV Line 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*				
George Mason University Foundation 4400 University Drive PO Box 3062739 Fairfax, VA 22030	NONE	509(a)(1)	Educational Institution Support	3,700
Georgia State University Foundation Georgia State University MS 1B1 Atlanta, GA 303023963	NONE	509(a)(1)	Educational Institution Support	12,900
Hofstra University Office of Development PO Box 3963 Hempstead, NY 115491010	NONE	509(a)(1)	Educational Institution Support	2,300
Indiana University Foundation Showalter House 101 Hofstra University Bloomington, IN 47408	NONE	509(a)(1)	Educational Institution Support	6,400
James Madison University Office of Development 1500 North State Rd 45-46 Bypass Harrisonburg, VA 22807	NONE	509(a)(1)	Educational Institution Support	5,100
John Carroll University 20700 North Park Blvd 800 S Main St MSC 4401 University Heights, OH 44118	NONE	509(a)(1)	Educational Institution Support	9,200
Kansas State University Foundation Kansas State University 3rd Fl Roodman Hall Manhattan, KS 66502	NONE	509(a)(1)	Educational Institution Support	4,300
Kennesaw State University Foundation Kennesaw State University 2323 Anderson Avenue Kennesaw, GA 30144	NONE	509(a)(1)	Educational Institution Support	3,500
Kent State University Foundation PO Box 5109 1000 Chastain Rd MD9101 Kent, OH 442420001	NONE	509(a)(1)	Educational Institution Support	4,400
Lehigh University Development Gift Processing 1061 Fraternity Circle Bethlehem, PA 18015	NONE	509(a)(1)	Educational Institution Support	2,350
Louisiana State University Foundation 3838 West Lake Shore Drive 622 Brodhead Avenue Baton Rouge, LA 70808	NONE	509(a)(1)	Educational Institution Support	5,700
Loyola University at Chicago Gift Processing Department Chicago, IL 606112196	NONE	509(a)(1)	Educational Institution Support	8,850
Miami University Foundation Office of University Development 820 North Michigan Avenue Oxford, OH 45056	NONE	509(a)(1)	Educational Institution Support	6,250
Michigan State University University Advancement 725 E Chestnut Street East Lansing, MI 48824	NONE	509(a)(1)	Educational Institution Support	19,956
North Carolina State Univ Foundation NCSU Advancement Service 300 Spartan Way Raleigh, NC 276957474	NONE	509(a)(1)	Educational Institution Support	7,200

Form 990PF Part XV Line 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*				
Northeastern University 360 Huntington Avenue Joyner Visitor Ctr room 243 Box 7 Boston, MA 02115	NONE	509(a)(1)	Educational Institution Support	5,800
Northern Arizona University Foundation Northern Arizona University 374 Dodge Hall Flagstaff, AZ 86011	NONE	509(a)(1)	Educational Institution Support	200
Northern Illinois University Foundation Northern Illinois Universiy PO Box 4094 DeKalb, IL 601152882	NONE	509(a)(1)	Educational Institution Support	25,200
Oklahoma Christian University Office of Advancement Advancement Services 135 Altegeld Edmond, OK 73013	NONE	509(a)(1)	Educational Institution Support	1,200
Oklahoma State University Foundation Oklahoma State University 2401 East Memorial Road Stillwater, OK 74076	NONE	509(a)(1)	Educational Institution Support	18,050
Oral Roberts University 7777 S Lewis Ave PO Box 1749 Tulsa, OK 74171	NONE	509(a)(1)	Educational Institution Support	6,750
Oregon State University Foundation Oregon State University PO Box 4094 Corvallis, OR 97333	NONE	509(a)(1)	Educational Institution Support	3,577
Pace University Pace Office of Philanthropy 850 SW 35th Street New York, NY 10038	NONE	509(a)(1)	Educational Institution Support	8,200
Pennsylvania State University Smeal College of Business 1 Pace Plaza University Park, PA 16802	NONE	509(a)(1)	Educational Institution Support	9,114
Portland State University Foundation School of Business Administration 114A Business Building Portland, OR 972070751	NONE	509(a)(1)	Educational Institution Support	2,900
San Francisco State University 1600 Holloway Avenue PO Box 751 San Francisco, CA 94132	NONE	509(a)(1)	Educational Institution Support	2,000
San Jose State Univ-The Tower Foundation San Jose State University Admin 153 San Jose, CA 951920257	NONE	509(a)(1)	Educational Institution Support	5,500
Santa Clara University 500 El Camino Real 1 Washington SquareCL300 Santa Clara, CA 95050	NONE	509(a)(1)	Educational Institution Support	1,000
St John's University 8000 Utopia Parkway Development Office Queens, NY 11429	NONE	509(a)(1)	Educational Institution Support	7,840
St Joseph's University Development Office Marillac hall Room 308 Philadelphia, PA 19131	NONE	509(a)(1)	Educational Institution Support	4,894

Form 990PF Part XV Line 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*				
St Louis University John Cook School of Business 5600 City Avenue St Louis, MO 63108	NONE	509(a)(1)	Educational Institution Support	1,000
State Univ of NY-The Univ of Albany Fndtn State University of New York - Alba 3674 Lindell Boulevard Rm 108 Albany, NY 12201	NONE	509(a)(1)	Educational Institution Support	3,700
Temple University Fox School of Business PO Box 761 Philadelphia, PA 19122	NONE	509(a)(1)	Educational Institution Support	4,774
Texas A&M Foundation Texas AM University 373 Alter Hall College Station, TX 77840	NONE	509(a)(1)	Educational Institution Support	14,600
Texas Tech Foundation Texas Tech University 401 George Bush Drive Lubbock, TX 794091081	NONE	509(a)(1)	Educational Institution Support	12,000
The Ohio State University Foundation The Ohio State University Office of Inst Advancement Box 41 Columbus, OH 43221	NONE	509(a)(1)	Educational Institution Support	6,300
Towson University Foundation Towson University Office of Dev 1480 West Lane Ave Room 125 Towson, MD 21252	NONE	509(a)(1)	Educational Institution Support	3,700
The University of Akron Foundation University of Akron Dept of Dev 8000 York Rd Admin Bldg 3rd Fl Akron, OH 443252603	NONE	509(a)(1)	Educational Institution Support	7,900
The University of Arizona Foundation Univerity of Arizona 105 Fir Hill Street Tucson, AZ 85721	NONE	509(a)(1)	Educational Institution Support	5,600
The University of California LA Foundation Anderson School of Mgmt ofc of Dev PO Box 210109 Los Angeles, CA 90095	NONE	509(a)(1)	Educational Institution Support	4,950
University of Central Florida Foundation College of Business Administration 110 Westwd Plz Mullin Mgmt Cmmns S Orlando, FL 328161991	NONE	509(a)(1)	Educational Institution Support	7,800
University of Central Oklahoma Foundation University of Central Oklahoma PO Box 161991 Edmond, OK 73034	NONE	509(a)(1)	Educational Institution Support	2,700
University of Cincinnati Foundation University of Cincinnati 100 North University Dr Cincinnati, OH 452190970	NONE	509(a)(1)	Educational Institution Support	5,550
University of Colorado Foundation University of Colorado PO Box 19970 Boulder, CO 80301	NONE	509(a)(1)	Educational Institution Support	5,000
University of Connecticut University of Connecticut 4740 Walnut Street Storrs, CT 06269	NONE	509(a)(1)	Educational Institution Support	2,500

Form 990PF Part XV Line 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*				
University of Dayton College Park Center 100 North University Dr Dayton, OH 45469	NONE	509(a)(1)	Educational Institution Support	1,600
University of Denver University Advancement 1529 Brown St 6th Fl Denver, CO 802087500	NONE	509(a)(1)	Educational Institution Support	7,000
University of Florida Foundation PO Box 14425 2190 East Asbury Avenue Gainesville, FL 32604	NONE	509(a)(1)	Educational Institution Support	22,160
The University of Georgia Foundation University of Georgia 1529 Brown St 6th Fl Atlanta, GA 30602	NONE	509(a)(1)	Educational Institution Support	16,500
University of Houston Donor Alumni Records 394 South Milledge Avenue Houston, TX 770010867	NONE	509(a)(1)	Educational Institution Support	1,000
University of Illinois Foundation 1305 West Green St PO Box 867 Urbana, IL 61801	NONE	509(a)(1)	Educational Institution Support	18,850
University of Kansas - KUEA PO Box 928 515 E Gregory 2019D BIF M/C 520 Lawrence, KS 66044	NONE	509(a)(1)	Educational Institution Support	3,600
University of MD College Park Foundation Office of Gift Acceptance 2404 Maile Way C202 College Park, MD 20740	NONE	509(a)(1)	Educational Institution Support	5,100
University of Massachusetts 37 Mather Drive 4511 Knox Rd Suite 205 Amherst, MA 01003	NONE	509(a)(1)	Educational Institution Support	3,900
University of Miami Junekins Bldg Room 215 515 E Gregory 2019D BIF M/C 520 Coral Gables, FL 33146	NONE	509(a)(1)	Educational Institution Support	8,100
University of Minnesota Foundation University of Minnesota McNamara A 5250 University Dr Minneapolis, MN 554552010	NONE	509(a)(1)	Educational Institution Support	7,900
University of Missouri College of Business 200 East Oak SE Suite 500 Columbia, MO 65211	NONE	N/A (IRC 115)	Educational Institution Support	4,400
University of Nevada Reno Foundation University of Nevada Reno 408 Cornell Hall Reno, NV 895570162	NONE	509(a)(1)	Educational Institution Support	3,000
University of North Carolina - Chapel Hill PO Box 309 UNR Foundation Financial Services Chapel Hill, NC 27514	NONE	N/A (IRC 115)	Educational Institution Support	21,000
University of North Carolina-Chrtle Fndtn University of North Carolina-Charlo 3-263 CarlSMgmt Charlotte, NC 28223	NONE	509(a)(1)	Educational Institution Support	6,900

Form 990PF Part XV Line 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*				
University of North Texas Foundation Univ of North Texas Div of Advan 9201 University Blvd Denton, TX 762016514	NONE	509(a)(1)	Educational Institution Support	18,500
University of Notre Dame Foundation Univ of Notre Dame Dev Office 801 North Texas Blvd Gateway 2nd Notre Dame, IN 465565612	NONE	509(a)(1)	Educational Institution Support	14,900
University of Oklahoma Foundation University of Oklahoma 1100 Grace hall Norman, OK 73019	NONE	509(a)(1)	Educational Institution Support	14,150
University of Oregon Foundation University of Oregon 100 Timberdell Rd Eugene, OR 97401	NONE	509(a)(3) Type II	Educational Institution Support	5,100
Trustees of the University of PA University of PA 433 Franklin Bldg 360 E 10th Ave Suite 202 Philadelphia, PA 191046205	NONE	509(a)(1)	Educational Institution Support	5,600
University of San Diego School of Business Administration 3551 Walnut St San Diego, CA 921102492	NONE	509(a)(1)	Educational Institution Support	5,000
University of San Francisco PO Box 60000 5998 Alcala Park San Francisco, CA 941600014	NONE	509(a)(1)	Educational Institution Support	2,200
University of SC Education Foundation University of South Carolina 1100 Grace hall Columbia, SC 29208	NONE	509(a)(1)	Educational Institution Support	5,500
University of South Florida Foundation University of South Florida 1600 Hampton St 7th Fl Tempa, FL 33620	NONE	509(a)(1)	Educational Institution Support	12,500
University of Southern California Ofc Extrnl Reltns-Marshll Schl of B 4202 E Fowler Ave BSN 3403 Los Angeles, CA 90089	NONE	509(a)(1)	Educational Institution Support	14,200
University of Texas at Arlington College of Business Campus Box 193 Citigroup Ctr Arlington, TX 760190377	NONE	509(a)(1)	Educational Institution Support	8,000
University of Texas at Austin University Development Office 701 S West St Room 334 Austin, TX 787137458	NONE	509(a)(1)	Educational Institution Support	6,800
University of Tulsa College of Business PO Box 7458 Tulsa, OK 74104	NONE	509(a)(1)	Educational Institution Support	3,850
University of Utah 1645 East Campus Center Dr 800 S Tucker Salt Lake City, UT 84112	NONE	509(a)(1)	Educational Institution Support	15,220
University of Washington Foundation University of Washington 4202 E Fowler Ave BSN 3403 Seattle, WA 98195	NONE	509(a)(1)	Educational Institution Support	4,700

Form 990PF Part XV Line 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*				
University of Wisconsin Foundation University of Wisconsin Mackenzie Hall Box 353200 Madison, WI 53726	NONE	509(a)(3) TypeIII-F	Educational Institution Support	9,250
Villanova University Office of Development 1848 University Avenue Villanova, PA 19085	NONE	509(a)(1)	Educational Institution Support	4,724
Virginia Tech Foundation VA Polytechnic Institute State Un 800 Lancaster Ave Blacksburg, VA 24061	NONE	509(a)(1)	Educational Institution Support	16,600
Wake forest University Box 7227 902 Prices fork Rd 0336 WinstonSalem, NC 27109	NONE	509(a)(1)	Educational Institution Support	8,250
Walsh College Foundation Walsh College Troy, MI 48083	NONE	509(a)(1)	Educational Institution Support	5,300
West Virginia University Foundation PO Box 1650 3838 Livernois Rd Morgantown, WV 26507	NONE	509(a)(1)	Educational Institution Support	4,100
Western Washington University Foundation College of Business Economics Mackenzie Hall Box 353200 Bellingham, WA 98225	NONE	509(a)(1)	Educational Institution Support	7,300
Westminster College - Salt Lake City UT Institutional Advancement Parks Hall 326B 516 High St MS90 Salt Lake City, UT 84105	NONE	509(a)(1)	Educational Institution Support	5,000
Wichita State University - Wichita KS Wichita State University Foundation 1840 S 1300 East Wichita, KS 67260	NONE	509(a)(1)	Educational Institution Support	2,100
Xavier University 3800 Victory Parkway 1845 Fairmount Cincinnati, OH 45207	NONE	509(a)(1)	Educational Institution Support	2,300
The Salvation Army 615 Slaters Lane Alexandria, VA 22313	501(c)(3)		Hurricane Sandy Relief Donation	50,000
Total . . . . ▶ **3a**				812,266

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491160001104

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
GRANT THORNTON FOUNDATION

Employer identification number
30-0438415

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization
GRANT THORNTON FOUNDATION

Employer identification number
30-0438415

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Mark Stutman Two Commerce Square 2001 Market St Philadelphia, PA 19103	$ 10,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	GRANT THORNTON LLP 175 WEST JACKSON BOULEVARD 20TH FL CHICAGO, IL 60604	$ 413,322	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	Oscar Osorio 2010 Corporate Ridge Suite 400 McLean, VA 22102	$ 5,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	James Maurer 175 West Jackson Boulevard 20th Fl Chicago, IL 60604	$ 5,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
GRANT THORNTON FOUNDATION

Employer identification number
30-0438415

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
GRANT THORNTON FOUNDATION

Employer identification number
30-0438415

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

TY 2012 Accounting Fees Schedule

Name: GRANT THORNTON FOUNDATION

EIN: 30-0438415

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT FEES	7,000			7,000

TY 2012 All Other Program Related Investments Schedule

Name: GRANT THORNTON FOUNDATION

EIN: 30-0438415

Category	Amount
NONE	

TY 2012 Depreciation Schedule

Name: GRANT THORNTON FOUNDATION

EIN: 30-0438415

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TY 2012 Land, Etc. Schedule

Name: GRANT THORNTON FOUNDATION

EIN: 30-0438415

TY 2012 Other Expenses Schedule

Name: GRANT THORNTON FOUNDATION

EIN: 30-0438415

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REGISTRATION FEES	3,399			3,399
BANK FEES	1,105			1,105
OTHER EXPENSES	475			475